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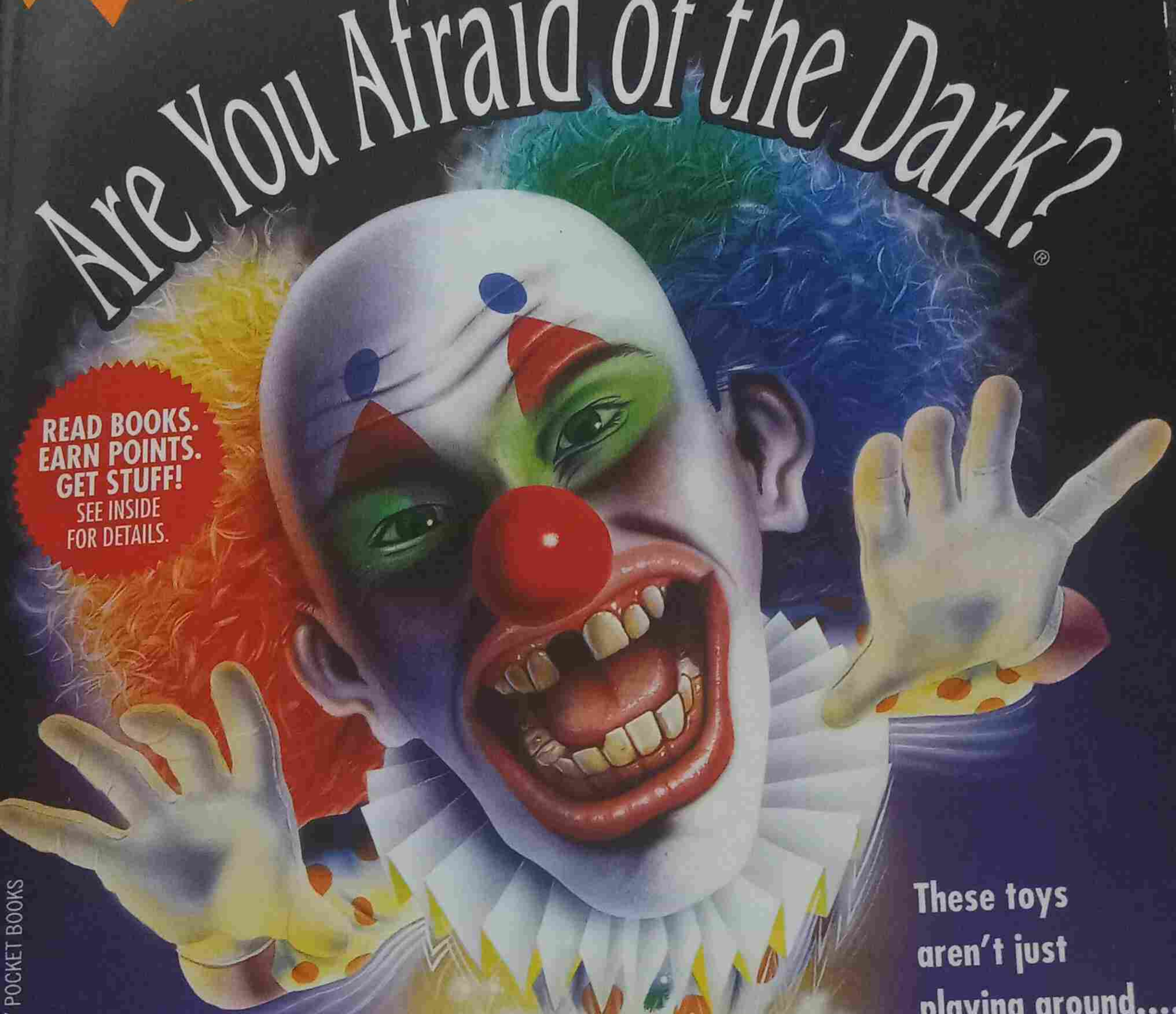

These toys aren't just playing around....

A MINSTREL® BOOK PUBLISHED BY POCKET BOOKS

THE TALE OF THE TERRIBLE TOYS

RICHARD LEE BYERS

Prologue: The Midnight Society

Are you afraid of the dark? You should be.

Not just because evil things can hide in the dark, but because there's a power in the darkness itself, a power that can change things. It can twist even a harmless toy into something cruel and dangerous. It might even change you if you give it a chance.

So why don't you sit down with my friends and me at the campfire? The light will keep the darkness back . . . at least for a little while. And in the meantime, you can listen to a story. My name is Tucker, and I've got a good one. The kind that makes your heart pound and your skin crawl. It's about a boy named Carter, whose friends let him down so badly that he went looking for new ones. And he found them, too. They were waiting in the shadows where they had lurked for sixty years.

At first Carter thought his new friends were better than any human ones. But before long he discovered that their friendship came at a horrible price. Submitted for the approval of the Midnight Society, I call this story . . . The Tale of the Terrible Toys.

CHAPTER 1

Carter Meacham pulled on the taped cardboard flap. After a moment, the carton tore open, revealing a stack of old photo albums.

He lifted them out and started to flip through the top one. It was boring, just one faded black-and-white picture after another of strangers in old-fashioned clothes smiling at the camera. Scowling in disappointment, the boy dumped the albums back in their box.

When Carter's family had moved into the big, old house, other kids had told him that strange things had happened there long ago. They even claimed the place was haunted. Well, in three years, Carter had never come across anything weird, but he never gave up hope that someday he would. If the people who had lived there before *had* left behind any evidence of their strangeness, it was probably packed

away somewhere in this cluttered attic. So this afternoon, he'd sneaked up to the attic to look for it. Anything to take his mind off what had just happened outside. But all he'd found so far was junk.

Somewhere beyond the grimy window a boy yelled. Carter winced, sure he was hearing one of the kids he had spoken to a few minutes earlier, kids who had called him names and refused to let him join their basketball game. Turning his back on the sound, he prowled deeper into the shadows, through a maze of cartons, dirty old leather trunks and suitcases, and rickety chairs and tables. The dim glow of the lightbulb screwed into the ceiling was too weak to illuminate the objects in the far corners. They were just vague black shapes in the gloom.

Something crunched under Carter's sneaker. Lifting his foot, he saw that he had stepped on the skeleton of a rat.

The boy hesitated. For a moment, the shadows stirred, and he heard tiny feet rustling about. But he knew it was just his imagination playing tricks on him. If the attic were full of *live* rats, Dad would have called an exterminator. There was nothing dangerous up here, and Carter wasn't about to chicken out and scurry back through the trapdoor and down the ladder, even if his mouth had suddenly turned dry as sand. Telling himself not to be a wimp, he crept deeper into the loft, and that was when he saw the chest.

The small wooden box was sitting right beside the wall, where the roof sloped down at such a steep

angle that even a kid couldn't stand up straight, between a banjo case and a steamer trunk covered with stickers. Its maker had painted it with circus pictures—elephants and lions, trapeze artists and balloons—and it was the faded colors, somehow gleaming through a layer of dirt and a veil of spider webs, which had caught Carter's eye.

Still a little nervous about rats, he made his way to the chest, crouching to get under the slanted ceiling. He checked to make sure there were no spiders left in the filthy cobwebs, then he wiped them away and tried to open the tarnished brass latch. It stuck for a moment, then it let go.

When he lifted the lid, dust floated up and tickled his nose. He noticed that everything suddenly seemed very quiet, as if the world were holding its breath. For a moment, he had a wild urge to slam the lid shut again, but then the feeling passed. Snorting at his own jittery nerves, he looked into the box.

As he'd guessed from the decorations, it was a toy chest, with a black, leather-bound book and three toys inside.

The book was on top. He took it out and opened it to the place marked by a green ribbon. The page was filled with tiny handwriting in faded ink. It would have been hard to read even in good light. Up here in the attic, the task would be all but impossible. He put the book on top of the steamer trunk, which looked as if rats had gnawed on it at one time or another, then lifted the toys out one at a time and set them around it.

The first toy was a wooden soldier with movable joints. Carter had to straighten out its legs to make it stand up. The figure had a handlebar mustache, a rifle with a bayonet, a high, round hat like a black bush, and a red coat with white belts crisscrossing on the front. It reminded Carter of pictures he'd seen of the guards outside the queen's palace in England.

The second toy was a stuffed purple snake. When Carter picked it up, the white rings sewn to its tail clinked together. Its button eyes, wide grin, and forked red tongue sticking out all combined to give it an odd expression.

The third toy was a jack-in-the-box, painted, like the chest, with circus scenes. Carter turned the crank, and the familiar notes of "Pop Goes the Weasel" clinked through the stale air. On "Pop" the lid flew open and a clown leaped up out of hiding. He had wild tufts of orange hair, a round orange nose, and an immense orange smile. A line of fluffy orange pompons ran down the center of his baggy white suit. He swayed slightly back and forth, as if he were nodding.

Carter sat down on the floor and looked at his discoveries. He had the uneasy feeling that his friends—rather, his *former* friends—would laugh their heads off if they could see him wasting his time on such things because he was way too old for babyish toys like these.

Still, there was something *interesting* about them. Now that he'd found them, the restless, angry feel-

ing that had been bothering him was gone. He wished he could take them downstairs and put them on a shelf in his room, but since his parents had told him to stay out of the attic, he realized that idea was out of the question.

Carter decided to work the jack-in-the-box again. He reached forward to push the clown back down inside its box. At that moment, green light flickered in the wooden soldier's round blue eye, as if the eye had glittered or winked.

Startled, Carter jerked around to peer closely at the figure. The green light was gone. Maybe it had never been there in the first place.

Yeah, maybe. But even though the soldier looked the same as before, Carter suddenly had the creepy feeling that now it was staring *back* at him, as if it had been asleep but was now awake. He told himself he was letting his imagination run away with him again. Then the snake's eyes blinked green. The boy's head jerked around toward the stuffed toy. At the same moment, the clown's orange mitten seemed to move ever so slightly, as if the figure was flexing the hand inside it.

Carter told himself that he wasn't really seeing this stuff. Maybe the heat and the dust were making him sick.

Then the wooden soldier snapped to attention as his hand whipped up to his forehead in a salute.

CHAPTER 2

Carter squawked and jerked backward, pressing his shoulders against the base of an old brass bed. For a moment he was too shocked even to jump up and run.

Then it occurred to him that somehow, some way, someone was playing a joke on him. Maybe one of the kids who had given him a bad time outside had sneaked up into the attic after him, rigged up the wooden soldier on strings like a puppet, and was moving it around. He looked wildly about but didn't see any such prankster lurking nearby. As a matter of fact, it was pretty obvious that there were no good hiding places close by for such a practical joker to use.

The toy soldier lifted his rifle, held it diagonally across his chest, and spun it in his hands. As the figure proceeded with the routine, Carter could al-

most hear a drill instructor shouting commands: *"Atten-hut! Pre-sent arms! Right shoulder arms! Left shoulder arms!"* Still unable to believe his eyes, Carter took another glance around, but once again couldn't spot a hidden puppeteer or any puppet strings either. Nor had he ever seen a puppet move with such speed and grace.

After a few seconds, the toy began to march, legs stiff, head held high, as proud and precise in his movements as any soldier who had ever performed on a parade ground. Unfortunately for his military dignity, he marched right off the edge of the trunk, then fell, limbs flailing, to land in a tangled heap. He scrambled to his feet and gave Carter a sheepish shrug.

It was funny, and more than that, it was funny *on purpose.* Carter was still too amazed to laugh, but he started to get over his fear. It seemed dumb to be afraid of something that was clowning around to entertain him.

The snake raised its head, crawled off the edge of the steamer trunk, and plopped down on the floor at Carter's feet, where it nuzzled at his ankles like an affectionate cat. After a moment's hesitation, the boy began to pet it. Its cloth skin was soft as velvet.

The jack-in-the-box bowed low, then threw kisses. Carter could have sworn that the bright grin on the toy's gleaming porcelain face stretched wider.

"What *are* you guys?" Carter whispered.

The wooden soldier stood at attention again. *"I'm the Sergeant Major, reporting for duty, sir,"* he said

in a silent voice that went straight into Carter's head without going through his ears. Startled, the boy jumped. *"The snake is Rattles, and the clown is Jack. We've been waiting for you for a long, long time."*

Carter peered at the toy curiously. "What do you mean?"

"Years ago," said the Sergeant Major, *"we belonged to a boy like you. We want to belong to someone again. That's what we're* for, *to be the friends of a child and make him happy."*

"Pleasse ssay you'll take uss," said Rattles. His voice was as noiseless as the Sergeant Major's, but it still managed to hiss. *"We can all do tricksss."* Arching his back, pressing his nose to the tip of his tail, he bent himself into a circle, then rolled across the floor like a wheel.

"I know a million jokes," said Jack, *"and a billion riddles. I'm really good at chess and checkers, too."*

"That's, uh, great," said Carter, "but what *are* you guys? I mean, how can you be alive?"

The toys just looked up at him for a moment, and he wondered if they didn't want to answer the question. *"It's . . . complicated,"* said the Sergeant Major at last. *"We don't completely understand it ourselves. Why is anything alive?"*

As Carter pondered that question, he heard a door bang shut. "Carter!" called his mother. "I'm home! Come help me unload the groceries!"

"I've got to go," said the boy. "I don't want to get caught up here. I'm not allowed in the attic.

Mom and Dad think I'll get hurt or tear stuff up or something."

"Please, sir," said the Sergeant Major, green light winking in his eye, *"promise you won't tell her about us. Promise you won't tell anyone."*

"If people knew about us," said Jack, *"they would lock us up in some laboratory to study us and find out why we can move and talk and think. They might even* dissect *us!"*

Carter's mom and dad were archaeologists who taught at the local university. He knew enough about scientists to realize that Jack had good reason to worry, and it made him feel proud and important to think that he was responsible for keeping the toys' secret. For keeping them safe. "I won't tell," he said.

"Thank you, thank you, thank you!" Rattles said, nuzzling the boy's foot. *"And will you be our mascot, too? Pleasse? Pleasse?"*

Carter grinned. He *needed* new friends, and even if he hadn't, what kid had ever had friends as cool as these? They were *magical,* like something out of a fantasy story. "Sure," he said, "sure I will."

"Carter!" shouted his mom.

"I've got to go," said Carter, "but I'll be back as soon as I can." His heart thumping with excitement, he hurried toward the trapdoor.

The lightbulb went out, plunging most of the attic into gloom.

It didn't matter to the Sergeant Major. Like his friends, he could see perfectly well in the dark.

He just looked at the other toys for a moment, and then their happiness became so overpowering that they had to let it out. Dropping his rifle, he sprang at Rattles. The purple snake wrapped its tail around him, and they tumbled across the floor, wrestling. Meanwhile, Jack lashed himself back and forth, dancing so vigorously that his box rocked atop the steamer trunk. The crank on the side whirled furiously, playing "Pop Goes the Weasel" at twice the normal speed.

Rattles finally pinned the Sergeant Major, then let him up. *"Alive!"* crowed the snake. *"Alive again at lasst!"*

Jack said, *"I only hope it lasts."*

"I think it will," said the wooden soldier. *"You saw how lonely and unhappy he was. Anyway, this time we'll make certain that it lasts."*

CHAPTER 3

Stooping, Mom stretched this way and that, looking Carter over. Like him, she was slender and blond. Her skin was brown and beginning to wrinkle from all the time she'd spent in the sun, digging up flint arrowheads, beads, and pieces of broken pottery.

"You're looking good, kiddo," she said at last. "People are going to think that Brad Pitt is going to your school."

"Whatever." Carter sighed.

Dad sat at the breakfast table, munching a bagel with cream cheese and reading over his lecture notes. A slightly chubby man with beige-tinted glasses, he turned with a frown. "Please don't speak to your mother in that tone of voice," he said.

"You know you have to go back to school," said Mom. "So you might as well be cheerful about it."

"How am I supposed to be cheerful when everybody there hates me?" Carter asked.

Last spring, Mr. Winslow, the nastiest, most hated teacher at school had given a particularly tough algebra exam. Half the class failed, and two kids named Joe Bancroft and Pete Milligan decided to take revenge. They vandalized Mr. Winslow's mint-condition 1964 Mustang, his pride and joy, so thoroughly that they totaled it. And Carter had the bad luck to wander by just as they finished the job.

If they'd just let the air out of the tires, or teepeed Mr. Winslow's house, Carter would have thought it was funny. But as far as he was concerned, Joe and Pete had gone way too far. They had done serious damage, committed a crime, destroyed something that somebody loved, even if the victim was a jerk like Mr. Winslow. After brooding about the matter for several days, he reluctantly decided that he should tell the principal who was responsible.

He knew that not everyone would agree with what he had done, but he thought that at least his friends would. Instead, they called him a tattletale and turned against him. Maybe it was because Joe was the best hitter on the school baseball team, and after he got suspended, they got knocked out of the district playoffs. In any event, Carter had finished out the year feeling like the class leper.

"Don't be foolish," said Dad. "I'm sure that everything's going to be fine. Now that they've had

time to think, most of your classmates must realize that you did the right thing turning in those boys."

"Yeah, right," Carter said glumly. He grabbed his backpack and headed for the door. After two steps, he remembered that Mom expected a kiss. But he couldn't make himself turn around to give her one. Not just then.

Still, as he trudged reluctantly down the sidewalk, he tried to believe that his parents might be on to something. Maybe the other kids *had* decided he'd been right, or at least let him off the hook. After all, it had been three whole months since he'd seen them. His parents had gone on a summer-long dig in the Arizona desert and dragged him along.

School wasn't far from his house, and even dragging his heels, he arrived early. The homeroom bell wouldn't ring for another thirty minutes. He wandered through the locker-lined halls, past clusters of students chattering excitedly about how they'd spent the summer and what the coming year might hold. He wanted to say hello to somebody, but he didn't quite dare, until he saw Larry Hillyard and George Benjamin lounging beside the fire alarm.

As usual, Larry, a freckle-faced redhead, was chewing gum, while George, a short African-American kid in a Nike warm-up jacket, had a science-fiction paperback in his hand.

Larry and George had been Carter's best friends, the ones whose rejection had hurt the most. If anyone had forgiven him, surely it was them. He took

a deep breath, stretched his lips into a smile, and walked toward them. "Hi," he said.

Larry and George turned and gave him a long, cold stare. Carter felt himself clenching up inside. "Well," said George at last, "look who's here. The rat."

"You're kidding me, right?" said Carter, even though he could tell that George wasn't. "You guys can't *still* be mad about that."

"You want to bet?" said Larry, his teeth grinding away at his gum.

"But *why?*" Carter asked. "You guys weren't tight with Joe and Pete, and you wouldn't ever wreck somebody's car."

"I wouldn't squeal on anybody, either," Larry said. "Darn it, Carter, I was on the team, too! We had a chance to go all the way, and you ruined it. And for what? To brownnose the meanest teacher in school."

"It wasn't to brownnose anybody!" Carter snapped. "It was . . ." his voice trailed off. With Larry and George glaring at him, he almost felt that he didn't know himself why he'd acted as he had.

"Just keep away from us," Larry said. "We don't want to know you anymore." The two boys turned and walked away. After four steps, the redhead paused to park his gum under a drinking fountain.

As Carter watched them go, his eyes stung, and he was afraid he was going to break down and cry right there in the hall, in front of everybody. Then the hurt feeling inside him changed into anger, and

he kicked a locker as hard as he could. The loud clang echoed off the walls.

If Larry and George didn't want to be Carter's friends anymore, then that was fine. And the same with everybody in this crummy school. He didn't need them. He had new friends now, wonderful, magical friends who were better than any stupid kids. Making sure that no one would think he was running after Larry and George to beg them to take him back, he strode in the opposite direction.

"Hey," said a soft voice.

Carter turned and saw that it was Beth Saunders who had called to him. Beth, an inch taller than he was, was a pretty girl with bright green eyes, long, straight brown hair, and braces gleaming on her teeth. Her hand hovered near her mouth, as if she wanted to cover it. She and Carter had been in the same class a couple times, but he didn't know her well.

"What?" he growled.

She blinked at the anger in his voice. "I saw what happened," she said a bit hesitantly, "and I think—"

"I don't care what you think! Leave me alone!" He spun around and walked away from her.

After a few seconds, he felt a little ashamed of himself. Maybe she had been trying to be nice. But he didn't want her pity. It would only make him feel worse. And besides, maybe she *hadn't* wanted to be nice. Maybe she had been trying to set him up for another slam to amuse the other kids hanging

around in the hall. Really, that seemed more likely. If even his best friends had turned against him, why would a girl he barely knew treat him any better?

Either way, he didn't want to talk to her or to anybody else. He just wanted to get through the day and go home to the toys. He headed for the exit at the end of the corridor. If he waited outdoors, on the side of the building that faced away from the street, he probably wouldn't have to see anyone until the bell rang.

When he was halfway down the hall, the door opened. Joe, Pete, and a buddy of theirs, a kid named Logan, stepped inside. Joe was a chunky boy with black, oily hair and a square face. Pete was a skinny guy with a buzz cut and squinty, gray eyes. Logan was small and wiry, with a chipped front tooth. He had a gym bag in his right hand and the headphones of his Walkman curled around his neck. The eyes of all three lit up when they spotted Carter.

Carter had hoped that Larry, George, and most of the other kids had forgotten about what he'd done last spring, but he'd known darn well that Joe and Pete wouldn't. He wanted to run, but everybody already thought he was a snitch. He didn't want to be known as a chicken too.

So, sweating, he stood his ground as Joe, Pete, and Logan sauntered up to him. Joe smiled as if they were best buddies. "Hi, punk," he said. "We looked for you all summer. You hid really good."

"I didn't hide," Carter said. "I had to go away with my folks."

"Lucky for you," Logan said.

"Yeah," said Joe, "but now that we're back in school, you can't keep away from us anymore, can you, Carter? You'll see us every day."

"Yeah," said Carter sarcastically, "it'll be a thrill."

"Believe it," said Joe. "Because Pete and I owe you, you little creep. Thanks to you, we have juvenile records. We had to waste the summer picking up trash on community service. My parents hassle me all the time now about everything. All because you couldn't keep your mouth shut."

"Let's get him," Logan said. He dropped the gym bag, raised his fists, and moved forward. Pete and Joe followed his lead.

As he raised his own hands, Carter wondered what Logan's problem was. He hadn't squealed on *him*, and it seemed horribly unfair that the short boy was as eager to beat him up as Joe and Pete were. But unfair or not, it was happening, and that meant he was in serious trouble. There was no way he could handle three attackers at once.

Joe, Pete, and Logan abruptly lowered their fists. Carter glanced behind him. Mr. Drake, dressed in his trademark wide yellow tie, was standing in his classroom door peering at them.

"Is there a problem?" the history teacher asked.

"No, sir," said Pete. "No problem."

"Good," said Mr. Drake. "Then I suggest that

you all report to homeroom." He stood and watched to make sure they did.

"Next time," whispered Joe to Carter, who wondered grimly just how many weeks or months of grief the other three boys would give him before they felt that they'd gotten enough revenge.

Oh, yeah, Mom and Dad were *so* right. It was going to be a *wonderful* year, so wonderful that it made him want to throw up.

Rattles slithered along the freshly polished floor, hugging the wall, spying on his new master. The strip of linoleum under the row of lockers was black, and his deep purple skin blended into it. But even if it hadn't, he wouldn't have worried much about being noticed. He and his fellow toys had learned long ago that humans, especially ones who didn't already know of their existence, had trouble spotting them if they didn't want to be seen. Partly, it was their smallness, but there was more to it. Perhaps it was a part of the magic that had created them.

The stuffed snake had stowed away in Carter's backpack to find out more about him. The toys needed to learn all they could to make certain that their friendship with the boy worked out. And what Rattles had observed so far pleased him very much.

He had already learned that Carter was lonely; otherwise the boy couldn't have woken the toys from their long sleep. But he hadn't understood just how betrayed and disliked Carter actually felt. He

was afraid even to try to be friends with other children for fear of being hurt again. And to Rattles, that made him just about perfect.

What's more, Carter's quarrel with the other boys posed an opportunity to win his heart forever and have fun, too. Rattles smiled, a sinister leer unlike the silly grin he was always careful to show to Carter. His fangs tingled, and yellow poison oozed from the tips.

Chapter 4

Swaying in the center of the bedroom floor, Jack held a gleaming penny high in his tiny hand, turning it this way and that to catch the light. Then, suddenly, the orange coin vanished. Sitting cross-legged with his back against the side of his bed, Carter stared in surprise.

"*Look in your pocket,*" said Jack. The boy did, and his fingers found a shiny penny that he knew hadn't been there before.

"That is *cool,*" Carter said. He handed the money back to Jack. "Do it again."

"*Your wish is my command,*" said the toy. He repeated the trick.

This time Carter thought he'd *nearly* seen what had happened to the penny. Maybe if he watched one more time, he would. But he also suspected that if he were the jack-in-the-box, he might get annoyed

with being asked to perform the same stunt over and over. "Can you do it just one more time?" he asked a little hesitantly.

"*Of course,*" said Jack. "*I'll be glad to do it a million times if you like. We live to entertain you, lad.*" Rattles nuzzled Carter's leg, then crawled into his lap and gave him a goofy grin.

The clown with the porcelain head performed the trick a third time, but Carter still couldn't see how the penny traveled from Jack's hand to his pocket. He grimaced in frustration.

"*Don't be disappointed,*" said the Sergeant Major. He was sitting in front of the laser printer on the computer desk with his feet dangling over the side. The black book from the toy chest lay beside him. Carter had smuggled it from the attic to his bedroom along with the toys, even though, when he looked at it again, it still didn't seem very interesting. It was mostly a bunch of obscure poetry, and some of the words didn't even seem to be English. "Nobody *could see how he does it, because it's not sleight of hand. It's* real *magic. A part of what we are.*"

"And what is that?" Carter asked, petting Rattles as if the snake were a puppy. The stuffed toy wriggled in delight. "You still haven't exactly told me."

The Sergeant Major just looked at him for a moment. Green fire flickered in his eyes. "*Sixty years ago,*" he said at last, "*back in the 1930s, another boy lived in this house. He was very ill, so ill that*

he couldn't go to school or out to play. As a result, he didn't know any other children. All he had was us."

"*But we were no better than thosse toyss,*" said Rattles, casting a contemptuous glance at the plastic dinosaurs and X-Men action figures on the bookshelf. "*We weren't awake yet. We couldn't really be hiss friendss, and sso he wass very lonely.*"

"*And he might have stayed that way forever,*" the Sergeant Major said, "*except that his father was a most unusual man.*"

Carter nodded. "People say that a weird guy lived here a long time ago, but nobody's ever told me what kind of weird he was."

"*They probably don't know,*" the wooden soldier said, "*but I do. Alone in his study in the dead of night, he studied magic.*"

Carter cocked his head. "Magic? Is that for real?"

Jack chuckled. "*If it weren't, we wouldn't be talking to you now.*"

"*The father thought his son was too young and fragile to get involved in something like magic because it could be dangerous,*" the Sergeant Major continued, "*so he tried to keep him from finding out about his curious . . . hobby. But he wasn't careful enough, and the boy* did *find out. And then, miserable and feverish as he was, he came up with a wild plan to end his loneliness.*"

Carter thought he saw where the story was headed. "He spied on his dad to learn magic himself."

"*You're way ahead of us,*" said Jack admiringly.

"*Rattles, Sergeant, didn't I tell you the lad was clever?*"

"*Of course he's clever,*" said the Sergeant Major. "*He's our commanding officer, after all. But to continue. Yes, the boy spied, as best he could, being confined to his sickbed. He lay awake at night, straining to hear his father reciting words of power in the room below. And when he had a good selection of the words fixed in his memory—*"

"He used them to bring you guys to life," Carter said.

The wooden soldier inclined his head. "*Exactly. Since he didn't really know what he was doing, it's amazing that it worked. But I suppose he needed us so desperately that sheer willpower made up for the secrets he'd never had a chance to learn.*"

"*We did our best to repay him for the gift of life,*" said Jack. For once there was no laughter in his voice. "*I like to think we made him happy during the time we had together. After we lost him, it felt as if there was no more reason to move or talk or think, and so we drifted off to sleep again.*"

Evidently the boy had died of his sickness, and it had broken the toys' hearts. Carter felt a pang of sympathy for them. Scratching Rattles's head, he murmured, "I'm sorry you lost him."

The stuffed snake gazed up at him. "*Promisse we'll never losse you. We couldn't sstand to be sso ssad again.*"

"Uh, sure," Carter said. "I promise."

"*All right, enough,*" said the Sergeant Major in a

brisk, no-nonsense tone. *"We are not going to turn sad. Tonight should be a celebration. Our first evening in our new home."*

"Do you like my room?" Carter asked. It was a large room, with dark, gleaming wood paneling, a window seat, and a fancy cut-glass light fixture. Like most of the house, it had seemed kind of gloomy and spooky when he first moved in, but since then Carter had made it his own by filling it with action movie posters, model planes, souvenirs from his travels with his parents, and the rest of his stuff.

"It'll make us a fine barracks," the toy soldier said. *"But what we* really *like is the chance to be with you."*

Carter smiled. "Do you want to learn to play a computer game? I think you guys could work the mouse and the joystick."

"Absolutely," said the Sergeant Major. *"It sounds like wonderful fun."*

Floorboards creaked in the hall outside, and then there was a knock at the door. "Carter?" said his Dad.

"Hold on!" the boy replied, then lowered his voice to a whisper. "Hide!" he said to the toys.

Rattles flowed off his lap and slid under the bed. The Sergeant Major scurried behind the printer and crouched down. Jack, of course, was immobile in his box. Carter scrambled to his feet, grabbed the toy and the poetry book, and dumped them in his closet. Just as he closed that door, the one to the hall swung open. "Carter?" his father repeated.

Carter felt annoyed and guilty at the same time. "Yeah?" he replied.

"I hate to barge in on you, but when you don't open the door . . ."

"I said hold on. I was coming."

Dad shrugged. "If you say so. What are you doing up here?"

"Nothing."

"In other words, sulking."

"No!" He wasn't sulking, he just wanted to be with his friends. "Can't I be in my own room when I want to?"

Dad put his hand on Carter's shoulder. The boy had to resist a momentary urge to push it away. "I'm guessing that things were difficult at school today."

Carter scowled. "It was okay."

"Your friends snubbed you again, didn't they?"

"It doesn't matter. I don't care."

"Of course you do, and it's not going to help to pretend otherwise. Son, sometimes friendships hit a rocky patch, but you can't just give up on them. You have to make an effort to get through the trouble. And even if that turns out to be impossible, you can't cut yourself off from other people. You have to look around for new friends."

I've got *new friends,* Carter thought impatiently. He only wished that Dad would go back downstairs so he could play with them some more. "Okay," he said brusquely. "I understand."

His father shook his head. "You're still angry at

Mom and me for making you go to school, aren't you? Unfortunately, that attitude's not going to make your life any pleasanter, either, and it's really hurting your mother's feelings. All the things she does for you, and you repay her by treating her like this. Well, if you decide you can stoop to forgive us, that pirate movie you wanted to see is coming on TV in a few minutes." He paused, giving Carter a chance to reply, then sighed, left the room, and closed the door behind him.

The Sergeant Major and Rattles emerged from their hiding places. Carter hurried to the closet and carried Jack back to the center of the floor. He left the book where it was. It would save him the trouble of having to hide it a second time if Dad came up again.

"Why is he being so cruel to you?" asked the clown with the orange hair.

"I don't know," said Carter. Then he realized that he'd just as much as called his father mean. Even though he'd never been so mad at him, he felt a twinge of guilt. "I mean . . . I don't think he *wants* to give me a hard time. He just doesn't understand how crummy school really is."

"If I may speak freely, sir," said the Sergeant Major, standing at parade rest, *"he's your father. He should make the effort to understand. And if you're unhappy at school, he* shouldn't *make you go."*

Carter smiled sadly. "I wish. But, really, every kid has to go."

"When our first master got sick," said Jack, *"his mother and father tutored him at home."*

Carter shrugged. "My mom and dad couldn't do that. They work all day."

"Do they both *need to work?"* asked the clown with a skeptical tone in his voice.

"I don't know," Carter admitted.

"They could transsfer you to another sschool," suggested Rattles. *"A private sschool, perhapss."*

The boy shook his head. "I know that costs a lot of money. And, anyway, Dad wouldn't go for it. He'd say it was running away from a problem."

"Eassy for him to ssay," said Rattles. His forked, cloth tongue quivered, almost as if he were searching for something to bite. For a second, it didn't look comical at all. *"Conssidering that it issn't hiss problem."*

"If he and your mother truly cared about your happiness," said Jack, *"they'd put you first. They'd do something to help you."*

"They do care!" Carter said. But deep down inside, he wondered.

"We hope so," said the Sergeant Major soothingly. *In any case, it certainly isn't our place to upset you by suggesting otherwise."* He glanced toward Jack, and the clown bowed his shining porcelain head. *"We just want to make sure you know that we care about you, sir. No matter who else turns against you, we'll always be on your side."*

Jack nodded. *"Always."*

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Jack nodded. "*Always.*"

"*Alwayss,*" echoed Rattles, green light gleaming from his button eyes.

Carter felt the clenched, angry feeling inside him, the resentment his father's visit had inspired, begin to fade away. In its place flowered a warm glow of affection. "Thanks," he said to the toys.

When Carter had gone to bed, Rattles cuddled up against him. But then, hours later, the boy was so sound asleep that he had not felt Rattles slip away and slither off the mattress onto the floor.

The Sergeant Major stood on the computer desk, fingering the point of his bayonet to make sure it was as needle-sharp as Rattles's fangs.

"*Ready for action?*" the wooden soldier asked. He and his fellow toys weren't worried about waking Carter. The child could only hear their silent voices when they wanted him to.

"*More than ready,*" said Rattles grimly.

Standing on the nightstand beside Carter's clock radio, Jack cocked his head. "*You sound angry, my serpentine friend. What's the matter? I think everything's proceeding wonderfully well. Carter already feels cut off from his family and other children, and he doesn't even* have *a pet. Remember how much trouble we had disposing of that wretched collie?*"

"*Of coursse,*" Rattles replied, "*and I agree that ssoon we'll have the child exxactly where we want him. But don't you get tired of fawning on him? Flattering him? Jumping to obey hiss every whim?*"

He glared at the motionless boy. His upper lip curled to reveal his fangs.

"*It isn't so bad,*" the Sergeant Major said.

"*But humanss don't have to exxisst thiss way,*" Rattles grumbled. "*They don't live chained to ssome other creature. They can do as they pleasse!*"

"*You're right,*" said the Sergeant Major. He hopped down from the desk and put his hand on Rattles's head. "*In many ways, our lives are shabby things compared to theirs. I envy them, and I'll never forgive them for making us the crippled, freakish things we are. But we have to find it in our hearts to love this one.*" He nodded up at Carter. "*If only to help us play our games with all the others.*"

"*I know,*" said Rattles, and indeed, he did love Carter in his own cold, reptilian way. It was just that his affection was all tangled up with the anger and jealousy he felt for humans, feelings that squirmed and burned inside him every moment of every day.

"*Let's go to work,*" the Sergeant Major said. "*That will make you feel better. Your ears are sharper than mine. Are the lad's parents as soundly asleep as he is?*"

Rattles listened. From down the bedroom hall came the rumble of someone snoring, and the slow, gentle sigh of a second sleeper breathing in and out. For a moment, the snake wished that he could know what it was like to sleep. Lying motionless and dreamless in the toy chest obviously wasn't the same thing. "*They're out cold,*" he said.

"*Good,*" the Sergeant Major said. He looked up at Jack. "*You know what to do?*"

The jack-in-the-box nodded. "*If Carter wakes up, I'll play my music to warn you.*"

"*Right,*" said the Sergeant Major briskly. "*Rattles, boost me up.*"

Rattles slithered to the door and coiled his body into a spiral shape like a spring. When the Sergeant Major climbed on top of him, he was high enough to reach the brass knob. The latch clicked, and the wooden soldier pulled the door ajar.

As the toys crept down the hallway, Rattles noticed again that the house hadn't changed much since the 1930s. Perhaps archaeologists, who spent their time digging up the past, liked living in a house full of antique furniture and oil paintings of strangers who had been dead for generations. But the hum of the air conditioner was new, along with the strange, dry, cool draft blowing from the vents, proof that the Meachams had made at least one modern improvement. What was it like to care about the temperature, to feel *too* hot or *too* cold? It was another part of being human that Rattles would never know.

He and the Sergeant Major proceeded to the door leading into the master bedroom. Rattles twisted into another spiral so that the soldier could climb up and reach the knob. The door swung silently inward, revealing a big canopy bed with two motionless bodies. Carter's father had his arm around his wife's waist. A shaft of silvery moonlight, streaming through the window, shone palely on the slender woman's tousled golden hair.

Fascinated by the sight of the grown-ups lying together so peacefully, Rattles crawled to the bed, raised his head high, and slithered onto the quilt. Carter's mother murmured, but the toy could see that she wasn't waking up.

Though they were no doubt upset that their son was angry with them, on the most fundamental level they looked happy. How easy it would be to end that happiness! Rattles's teeth ached. A drop of venom oozed from his mouth and fell smoking onto the covers.

The shaft of moonlight faded, plunging the room into deeper darkness. Rattles felt as if the moon had looked away to give him license to do whatever he wanted. He crawled toward the head of the bed, but something tapped him on the back.

Rattles whirled around. Entranced as he was, he'd all but forgotten about the Sergeant Major, but now he saw that the wooden soldier had clambered up onto the bed beside him.

"*Not yet,*" the toy with the rifle said.

Rattles's tail twitched with the urge to knock his companion off the bed. He could do whatever he wanted in the few seconds it would take the soldier to climb back up. But he didn't really want to attack one of his friends, not when it was the three of them against the world.

"*Pleasse,*" Rattles begged.

"*No,*" the Sergeant Major replied. "*The boy isn't*

ready yet. If we did it tonight, he'd turn against us, and that would be the end of everything. Is that what you want?"

Rattles bowed his head. "*No. I'm ssorry.*"

"*Just control yourself,*" the Sergeant Major said. "*Do what we agreed to do and no more. That'll be plenty of fun all by itself.*" He waved his arm, motioning for Rattles to crawl back off the bed.

CHAPTER 5

Carter stuffed his notebook and science book into his blue nylon backpack; then he tried to fasten the flap. The snap on the right side didn't want to stay closed. It was no big deal, but for a second it made him terribly angry. Glaring, he jammed the snap down as hard as he could.

"*Don't go to school today,*" said Jack, perched atop the bed. Obviously, he knew what Carter was really upset about. "*Tell your parents you're sick.*"

Carter shook his head. "They wouldn't believe me."

"*Then play hooky,*" said the Sergeant Major, standing on the floor next to Rattles. "*Wait until your mother and father go off to work, then come back home and spend the day with us.*"

Carter was tempted, but he knew that cutting would just make things tougher in the long run. "I'd like to, but it's not a good idea."

"Carter!" shouted Dad, his voice echoing up from the ground floor of the house. "Come down here this instant!"

The boy blinked. His parents always scolded him when *he* yelled across the house, and they very rarely did it themselves. He wondered what their problem was now. Maybe they had figured out *another* way to make his life miserable. "Coming!" he shouted back.

As soon as Carter left, Jack stretched forward, farther than the boy had ever seen him reach, and ripped open the backpack. "*Come on!*" he said. Rattles raised his head and slithered onto the bed.

"*I envy you, soldier,*" said the Sergeant Major. "*You went with Carter yesterday. By rights, it should be my turn. Or Jack's.*"

"*But neither of you hass a ssoft, ssquashy body like mine,*" said the snake smugly, crawling into the pack. "*Carter would feel you riding in the bag. Now hurry and fassten the ssnapss before he comess back.*"

Carter trotted down the wide, curving staircase. In a shadowy, gloomy sort of way, it was almost as impressive as the ones he'd seen in the old plantation houses his family had toured when his parents had been digging for Native American relics in Virginia. Carter liked to slide down the banister when they weren't around.

But they were definitely around now. His face

red, Dad marched through the doorway that connected the living room and the foyer as if he thought that he was going to have to *drag* Carter downstairs. Or as if he was so angry that he wanted to.

When he saw that his son was already on his way down, he said, "What have you got to say for yourself, young man?"

Carter felt both puzzled and alarmed. Okay, maybe he'd given his parents some attitude the previous night, but he hadn't done anything to make them mad since then. Not unless it was keeping Jack, Rattles, and the Sergeant Major a secret. Was it possible that Dad and Mom had found out about them?

"I . . . I don't know what we're talking about," Carter replied.

"Come in here," said Mom from the living room, "so we can discuss it together." She didn't sound quite as angry as Dad, but almost.

"All right," said Dad. He waved for Carter to go through the doorway first, as if he was afraid his son might try to run away and he wanted to be in the right position to cut Carter off if he tried.

The living room was big, big enough to hold an assortment of items without seeming cluttered at all: chairs, couches, the cabinet containing the TV and stereo, and Mom's upright piano. In the winter, the family liked to lounge around on pillows in front of a crackling blaze in the gray stone fireplace. The built-in shelves were loaded with books. Some were musty old volumes that had been there when the

Meachams moved in, and many were newer ones Mom and Dad had acquired for themselves. Glass cases displayed an assortment of archaeological finds and a collection of the little skeleton figures Mexican craftsmen made as decorations for the Day of the Dead.

Dressed in work clothes, as was Carter's father, Mom was sitting on one of the sofas. She patted the cushion beside her, and, feeling nervous, Carter plopped down on it. Dad remained standing.

"I heard you tell your father that you don't know why we want to talk to you," Mom said. "But pretending is only going to make it worse."

"Honest," Carter said, "I *don't* know."

"All right," growled his dad, "then I'll lay it out for you. Last night I left my lecture notes for my Aztec Civilization class in my briefcase. When I picked it up this morning, I discovered that *someone* had ripped the leather with a sharp object. And when I opened it, I found the notes torn into confetti."

"Someone also tampered with my computer," said Mom. "When I went to check my e-mail, it was already running, and I know I didn't leave it on. The journal article I just wrote had been erased from my hard drive and my backup floppy, too."

Carter was horrified. "You think *I* did all that stuff?"

"Of course," said Dad. "We're the only ones in the house!"

But Carter knew that wasn't true. Was it possible that the toys were responsible for what had hap-

pened? He *had* shown them something of how a computer worked. "I promise," he said, "I didn't do it."

"We know you were angry with us," said Mom, "and that's okay. People are entitled to feel however they feel, but you're not allowed to express your anger by doing things that are wrong."

"I said I didn't do it!"

"Then who did?" Dad shot back.

Carter hesitated.

It made him feel terrible that his mother and father believed he had done such things to hurt them. What's more, he was scared of whatever punishment they had in store for him. Judging from the expression on Dad's face, it was going to be pretty bad. The surest way to avoid it might be to tell them about the toys.

But Carter had promised to keep their existence a secret, and besides, he didn't *know* they had misbehaved. Anything could have happened in the night. Even if his friends were responsible, they had obviously done it to get back at his parents for giving Carter a hard time. How could he betray them—maybe put them in that laboratory they were so afraid of—for being on his side?

It was snitching that had cost him his old friends. There was no way he would do it a second time and risk losing his new ones.

"Maybe somebody broke into the house," he said.

"Just to harass us," said Dad in a tone that made it clear that he considered the idea ridiculous.

"Yeah," Carter said. "Sometimes you flunk kids, and they get mad. I've heard you talk about it."

"Nice try," said Dad, "but no cigar. You know you have to be punished. But if you own up to the truth, we might go easier on you."

Suddenly the desperate, frightened feeling inside Carter turned into anger, a resentment so bitter that it nearly choked him.

"I don't care what you do to me!" he yelled so fiercely that his father took a step backward. "My life already stinks, so what's the difference?"

"That's it!" Dad growled. "You are now in so much trouble that—"

"Wait," said Mom. When Carter turned, she was peering at him closely, a thoughtful, troubled look in her narrowed eyes.

"What?" said Dad.

"There's something . . . *off* about Carter's attitude," she said.

Dad snorted. "To say the least!"

Mom shook her head. "You don't understand what I mean. I'm not sure I understand myself, but I think there's more to this situation than meets the eye. Call it mother's intuition."

Her husband looked at her as if he thought she had gone crazy. "Are you saying that you don't believe he did it?"

Carter felt a surge of hope. He held his breath.

"No," said Mom. Inside himself, the boy flinched. "It's the only reasonable explanation, but I don't think we should punish him yet. Let's give him

today to think about what he's done, and ourselves a chance to calm down. We can continue this conversation tonight."

"Carter doesn't need talk," said Dad. "He needs discipline!"

"And we'll give it to him this evening," said Mom. "Come on, humor me. What harm can it do to wait a few hours? If we go on with this now, he'll be late for school."

"All right," said Dad. He glared at Carter. "I hope you understood what your mother just said, young man. You haven't heard the last of this, not by a long shot. Get ready to go."

Grateful to be let off the hook, even if only for the moment, Carter ran back upstairs and into his room. Jack was still atop the bed near the backpack, and the Sergeant Major had climbed up to join him. Closing the door, the boy asked, "Where's Rattles?"

"*Out for a morning constitutional,*" replied Jack.

Carter assumed that meant the snake was wandering around the house. He winced. "Can't he wait till Mom and Dad are gone? They might see him."

"*They won't,*" said the Sergeant Major. "*He's quite stealthy and very careful. If you don't mind me prying, sir, what's the matter? You seem far more upset than you did a few minutes ago.*"

Carter peered at the toy's painted face. "You really don't know?"

The Sergeant Major shook his head.

"*Neither do I,*" said Jack.

"Somebody got into my parents' stuff last night,"

said Carter, "and trashed some work they'd done. They think *I* did it to get even with them for making me go to school."

"*And you wonder if we did it,*" said the clown with the orange hair, "*to get even with them for you.*"

Carter hesitated. He knew how much he had resented being accused by his parents, and he was reluctant to offend his new friends, his only friends, by accusing them in turn.

"Well . . . yeah," Carter admitted at last.

The Sergeant Major stood at attention. "*On my honor as a soldier, I swear that we would never do anything you didn't want us to. We're your faithful troops, forever and ever.*"

Carter *wanted* to believe him. "Okay. I'm sorry. I wouldn't even have asked, except that this is so weird, and Dad and Mom are so mad at me. I'm really going to get it tonight."

"*They're going to punish you for something you didn't do?*" cried Jack. "*That's unforgivable!*"

"'*Unforgivable*' *is a strong word,*" said the Sergeant Major soberly. "*But I must say, I'm amazed that they didn't believe you when you explained that you were innocent.*"

Carter scowled. "Believe me? It was like they didn't even hear me! Half the time they talked over my head like I wasn't even there."

"*How can they not know what a fine, honest lad you are?*" said Jack. "*We recognized it the minute we set eyes on you.*"

"Uh, thanks," said Carter, feeling pleased yet a

bit put off at the same time. The toys didn't have to go on and on about how much they liked him *all* the time, particularly when he was trying to talk to them about something else. It could get a little too mushy after a while.

"*Carter!*" shouted Dad from downstairs. "Get moving!"

"I have to go," said the boy. He put Jack in the closet, then grabbed his pack. The snap on the right had come open again.

Mr. Winslow, a stooped, skinny man with a dainty little mustache like the kind heroes wore in old, black-and-white movies about pirates or musketeers, stood before the class writing equations on the green chalkboard and droning on in his high voice. Carter was making an honest effort to pay attention, but his mind kept drifting back to the situation at home.

Was it *really* possible that some stranger had broken into the house and messed with his parents' stuff? Or was that just a stupid idea he was hanging on to so he wouldn't have to blame the toys?

Actually, he might not blame them very much. As far as he was concerned, his mom and dad deserved some grief for the crummy way they had been treating him. Still, it was disturbing to think that his friends would do something so drastic, something that got their "master" into trouble, without telling him—and then lie about it afterward.

"Meacham!" snapped Mr. Winslow.

Startled, Carter looked up. The math teacher was sneering at him. A number of the other students were glad to see him caught off guard, although Beth, seated at a desk three rows over, looked sympathetic.

"What does *x* equal?" Mr. Winslow asked. It obviously wasn't the first time he had asked Carter that question. The boy peered at the unsolved equation on the board, struggling to work out the answer, but the teacher didn't give him enough time.

"Sad," said Mr. Winslow. "Genuinely sad. Do we have someone here today whose brain *does* work?"

Some of the kids laughed. Carter's chest grew tight with anger. He'd lost his friends turning in the guys who had ruined Mr. Winslow's Mustang, yet the little man had humiliated him anyway. What a jerk!

On the floor, next to the wall, something stirred. Carter caught the twisting motion from the corner of his eye. As he looked down, Rattles raised his head to glare at Mr. Winslow. His forked tongue quivered, and emerald light gleamed from his round eyes.

My backpack, thought Carter in surprise. Now he understood how the snap had come unfastened again. Rattles had hidden inside the bag to hitch a ride to school, then he slipped out to follow him around.

Was the snake crazy? Didn't he realize there were hundreds of people in the building, any one of whom might spot him at any time?

Much to his frustration, Carter couldn't even make a move to whisk Rattles out of sight, not in the midst of his classmates. He just had to sit still, nervous enough to explode, as class dragged on and on.

At one point, Alice Washington dropped her pencil. When she bent over to pick it up, she seemed to be looking directly at Rattles. Carter held his breath until she straightened up and resumed writing. Somehow, miraculously, she hadn't seen the toy. Carter slumped back in his seat, sweaty as if he'd just played a hard-fought game of football.

Finally, after what had felt like a hundred years, the bell rang. Mr. Winslow talked on for one more excruciating minute, giving a homework assignment, then dismissed the class.

The kids headed for the door. So did Rattles, winding his way through a forest of human legs. Somehow he avoided every descending foot and vanished into the hall.

Carter hurried after him, so anxious to catch up that he almost gave in to the impulse to shove other kids out of his way.

"What Mr. Winslow said to you was mean," murmured a soft soprano voice.

Carter glanced around. Beth was standing at his shoulder giving him what his dad called a Mona Lisa smile, one that didn't show her teeth. For a second, remembering the way she tended to hold her hand near her mouth when she spoke, he wondered if she was self-conscious about her braces.

Then his sense of urgency returned, and he felt irritated that he had let himself be distracted for even a moment. "I have to go," he said brusquely, then strode from the room.

At first he couldn't see Rattles. Finally, peering frantically up and down, he spotted the snake coiled beneath a display case full of ceramics and papier-mâché sculptures that kids had made in art class.

Carter still couldn't retrieve the toy or even talk to him, not while his fellow students were wandering up and down the corridor. All he could do was try to hide Rattles by standing in front of him.

Finally the hall cleared out. Carter took a last wary look around, then stooped to snatch up Rattles. Grinning, the stuffed snake slithered backward, avoiding his master's hands.

"*Can't catch me!*" Rattles chortled.

"Stop it!" Carter whispered. "Somebody will see you."

"*No, they won't.*"

"They might! I did! Get back in the pack!" He set the bag on the floor so Rattles could crawl into it.

"*Are you angry?*" said the toy, his grin sagging into a mournful frown. "*I only came along becausse I wanted to be with you.*"

Carter sighed. "That's nice, but it isn't a good idea for you to be running around loose here. Now *please*, get out of sight."

"*Okay,*" said Rattles. "*I'm ssorry.*" He slithered into the bundle.

Carter hastily did up the snaps. Afterward he felt

less jittery, but he certainly wasn't happy. Even though Rattles claimed that he had come to school simply to be near his master, Carter couldn't help but feel that the snake was *spying* on him. What's more, the boy now knew for a fact that the toys were willing to lie to him. When Jack had claimed that Rattles was roaming around the house, he had known darn well that his fellow toy was actually hiding in Carter's pack. Since the toys had concealed the truth about that, it now seemed a lot more likely that they had lied about messing with his parents' belongings as well.

He'd have to talk to them when he got home, scold them and lay down some rules; otherwise they could easily make his life miserable.

It was almost time for the bell to ring and signal the start of the next period. But Carter still felt a little edgy, and his skin was clammy with sweat. Hoping he wasn't going to be late, he trotted to the nearest boy's room. Inside, he set his pack on the floor, turned on a faucet, and splashed cold water on his face.

The hissing of the tap echoed off the tile walls and covered other sounds. Carter never heard the door swing open and shut nor the sound of approaching footsteps. He didn't realize that Joe, Pete, and Logan had followed him inside until he glimpsed them from the corner of his eye. By that time, they were standing right beside him.

CHAPTER 6

Joe smiled a nasty smile. "Looks like we've got you where we want you at last," he said.

Carter knew it was true. The other boys were blocking the way to the door, and there was nobody else in the rest room to help him. Pete turned on more faucets, making sure that even if Carter yelled, no one would hear him.

Logan smirked, exposing his chipped front tooth. "Are you sorry you snitched?" he said. "If you prove that you're really, *really* sorry, we *might* not mess with you."

Carter didn't know what humiliating thing Logan had in mind for him to do, but even though he was scared, his heart pounding and his guts feeling as if they'd turned to water, he didn't care.

"Forget it," Carter said. "I'm not sorry. You guys got what you deserved. Nobody should be able to

hurt anyone, even Mr. Winslow, as much as you did and get away with it."

"Well, you're not going to get away with squealing on us, either," Joe said. "We're going to get even with you."

"Three against one," Carter said. "That's real fair and real brave, too."

"Hey," said Joe, "maybe you've got a point. Maybe I should tell Pete and Logan to back off and go one-on-one with you. But you know what? I don't feel like it." He grabbed at Carter, and his friends lunged forward, too.

Carter sprang backward and then whirled toward one of the stalls. If he could dart inside and lock the door behind him, the other boys wouldn't be able to get at him—at least not without crawling under or climbing over the partition, and he would be able to strike at their hands while they were doing it.

He made it halfway through the opening, but then Joe grabbed him and yanked him out again. Off balance, Carter staggered backward until his shoulders hit the wall.

Joe, Pete, and Logan closed in on him, cutting him off from the stalls, and started to rough him up. Before long, Logan grabbed him from behind.

Carter wrenched himself back and forth, but he couldn't break Logan's grip. With his arms pinned, he knew he was all but helpless. Judging from the smirks on Joe's and Pete's faces, they knew it, too. Then, suddenly, Joe yelped and stumbled.

"What's wrong?" asked Pete.

"He kicked me!" said Joe.

"What?" said Pete. He'd been watching Carter and had seen him do nothing of the sort.

"Ow!" Logan shrilled. His grip loosened. Carter had no idea what was going on, but he knew an opportunity when one came along. He twisted free of Logan's arms, pivoted, and hit him. His hands outstretched, Pete lunged at Carter, then staggered as if he'd tripped over something.

This time, Carter saw what was happening. Rattles had slipped out of the pack and was winding about the floor. His button eyes were gleaming with green fire. Baring long, white fangs his owner had never noticed before, Rattles was biting at the other boys' ankles.

It was remarkable that they hadn't spotted the toy. Maybe it was because Rattles was small and moving amazingly fast. Or maybe it was because they weren't looking for him. They were focusing their attention on the kid they were trying to subdue.

At any rate, the fight wasn't three against one after all. In fact, Carter had the wild idea that he and Rattles might even be able to win it.

He was now able to hold the other boys off because Rattles was doing such a good job of keeping them off balance. Before long, the jabs of pain in their lower legs had them looking uncertain, even afraid. They must think that Carter was some sort

of kung fu master to kick them time after time without their even seeing his feet move.

"Stop kicking!" said Joe at last. "That's dirty fighting!"

Carter grinned. "I guess you'd know."

Joe snarled and tried to rush him, but suddenly, his knees went rubbery. He had to clutch at a sink to keep from falling on the floor. "I can't feel my legs!" he cried.

Logan's eyes widened. "Mine are numb, too!" Carter observed that the short boy's feet and ankles were swollen. He could see it even through the other kid's clothes. He wondered if Rattles's bites were poisonous.

"Get out of here!" Carter yelled. "Now! Or else." He strode forward, fists raised, trying to look totally confident like some kind of unstoppable fighting machine.

For a second it looked as if the other kids were going to stand their ground. Then Joe flinched back, and that started the others retreating. Staggering as quickly as they could on their numb legs, they fled back out into the corridor.

Carter stared after them for a moment, making sure they were really gone. Then he whooped in triumph, picked up Rattles, hugged him, and spun as if the two of them were dancing. "Thank you, thank you, thank you!" he said.

"*I told you other people wouldn't ssee me,*" said the snake. He licked Carter's chin with his soft cloth tongue, tickling him.

"I know," Carter said.

"*Thiss iss why I wanted to come to sschool with you,*" Rattles continued. "*You ssaid that other kidss were out to get you, sso the Ssergeant Major, Jack, and I deccided you needed ssomeone to watch over you. Are you sstill mad at me?*"

"No!" said Carter, and it was true. His doubts were gone. Whatever else the toys might have done, they'd helped him when he needed help the most, and as far as he was concerned, they were the best friends he'd ever had.

CHAPTER 7

By the time Carter got home that afternoon, he was stiff and sore from the punches his attackers had landed, and purple bruises had appeared on his face. When he saw his mom's car in the driveway, he winced. He didn't want her to hassle him about what had happened.

He hoped he could sneak up to his room without her seeing him, but he had no such luck. She was sitting in the living room, highlighting a textbook with a marker, and she noticed him the moment the door opened.

"Hello," she began, and then she noticed his appearance. Her eyes widened, and she jumped up from the sofa. "Honey, are you all right?"

"Yeah," Carter said. "Is it okay if I just go up to my room?"

"What happened?" asked Mom, hurrying into the foyer. "You look like you were in a fight."

Well, duh, Carter thought. "It was no big deal."

"Was it those boys you informed on?" Mom said.

He shrugged.

"Well, this is intolerable," said Mom, an angry light in her eyes. "I'm going to speak to the principal."

"No!" Carter cried.

"I have to, sweetheart. We can't have you getting picked on."

Great, now *she cares,* the boy thought bitterly, *after I nearly had my brains knocked out.* "I'm not really hurt," he said, "honest. I *won* the stupid fight. If you complain to the school, everybody will say I'm a tattletale again. *Please,* Mom."

Mom stared at him for another moment and then sighed. "All right, we'll let it go this time. But if it happens again . . ."

"Yeah," Carter said. "Can I go upstairs now?"

"Not yet," the slender, blond woman said. "You know, your father and I have every right to be upset about what you did last night. But, on the other hand, you obviously really did have a reason to dread going to school. Your dad and I couldn't have given you permission to stay home, but maybe we could have been more understanding; so I may be able to convince him that you don't need to be punished." She smiled. "When he sees those bruises, he won't want to. I'm sure of that."

Carter wondered if Mom expected him to be grateful. He wasn't. How could he feel grateful that his folks weren't going to punish him for stuff he

hadn't done in the first place? Still, he forced himself to mumble, "Thank you."

"You're welcome. Want to make up with some cookies and milk?"

"I'm not hungry," Carter said. "Is it okay if I go upstairs?"

His mother's mouth tightened at the corners, and he wondered if he had irritated her or hurt her feelings. But if so, she evidently didn't want to start another argument. "Go ahead," she said.

Carter raced up to his room and shut the door. On top of the computer desk, the Sergeant Major leaped to his feet and saluted.

"At ease," Carter said.

"*Let me out!*" called Jack from the closet.

Carter set his backpack on the bed. Inside it, Rattles pushed against the flap until the snaps popped open, then he slinked out. Meanwhile, the boy fetched the jack-in-the-box from his hiding place and set him in the center of the floor.

For a moment, Carter considered asking the toys about the previous night's mischief. But he didn't really want to discuss the situation any further, especially if his parents were willing to let it rest. He just wanted to enjoy the company of his friends.

"You'll never believe what happened today," he said. Shadowboxing, acting out his story, he told about the fight in the rest room.

"*Well done, sir!*" said the wooden soldier. "*A brilliant victory!*"

"I couldn't have done it without Rattles," Carter said.

The snake shyly turned his head away. If Carter hadn't known better, he would almost have sworn that Rattles's purple cloth face was blushing.

"*I helped a little,*" said the toy, "*but really, the credit belongss to you. I've never sseen a boy defend himsself sso well.*"

"I don't know about *that*," Carter said, pleased by the praise.

"*I'm sure Rattles is correct,*" the Sergeant Major said. "*Yet even so, it's obvious that in a world full of enemies, it's a good idea to have friends available to watch your back. Now that you've seen how useful we can be, and how good we are at going unseen, may we continue to escort you when you leave camp?*"

Carter hesitated for a heartbeat. For some reason, the idea still seemed a little risky. But on the other hand, it sure would be nice to go to school and not feel that everybody in the place was against him. To know his friends were there as well would be comforting.

"Okay," he said, "as long as we're careful. Except, I don't know if I can sneak you into school, Jack. Your box would make a big, square bump in my pack."

"*Well,*" said the clown with the orange smile, "*actually—*"

"*Actually,*" interrupted the Sergeant Major, "*Jack knows he's not as mobile as Rattles and me. He*

doesn't mind staying behind in the barracks when it's inconvenient for him to travel, do you, Jack?"

Jack stared at the soldier. If Carter hadn't known better, he might have imagined that the clown was glaring.

"*Of course not,*" said Jack at last. "*It gives me a chance to practice my feats of magic.*" He waved his hand and a rosebud made of yellow paper fell from the air.

Except for when his parents summoned him downstairs to eat supper, Carter spent the next few hours holed up in his room with the toys. Jack performed magic tricks, told jokes, and asked riddles. Rattles nuzzled the boy like the friendliest cat that ever lived. The Sergeant Major supplied fighting tips that helped his "commanding officer" get to the next level in Quake. All three toys told the boy repeatedly what a wonderful kid he was and just how lucky they felt to belong to him, meanwhile jumping to fulfill his every wish.

For a long time, it was wonderful, and then it started to wear Carter out a little. He almost felt as if he and the toys had been working too hard to have fun. Straightening up from the Risk game that he and his friends had been playing, he sat back against the side of his bed.

Realizing that Carter's mood had shifted, the Sergeant Major peered up at him. "*What shall we do now, sir?*"

Carter had assumed that the wooden soldier in

particular would enjoy a game about world con-
quest. That was part of the reason that he had dug
it out of the closet. "Don't you want to finish this?"
he asked.

"*Not if you're bored with it,*" the Sergeant Ma-
jor said.

"*How about more magic?*" said Jack. "Or, how
about if Rattles and the Sergeant Major show you an
acrobatic routine?"

Carter realized that for some reason he didn't
want to be the one who had to choose. "What do
you guys want to do?"

"*Whatever you do,*" the Sergeant Major replied.

Music murmured through the door, the theme
song of a TV comedy that Carter enjoyed. The show
was just coming on.

Suddenly the air in his room seemed stale, the
walls a little too close. He realized that what he
would *really* like to do was get out of here for a
while. Go "veg out" in front of the television. It
would mean sitting with Mom and Dad, but that
was all right. He didn't feel as mad at them as he
had a few hours earlier.

He drew a breath to say that he was going down-
stairs, then noticed the way that all three toys were
staring at his face, as if whatever he said next would
be desperately important. Their eyes seemed like
empty holes, sucking at him like vacuum cleaners,
holding him in place.

Reluctantly he decided that he shouldn't go watch
TV after all. If he went down to his parents, it might

hurt the toys' feelings, and he certainly didn't want
to do that, not when they had devoted themselves
to him so completely. "Tell me some more jokes,"
he sighed.

At midnight, after the three humans in the house-
hold had fallen asleep, the toys gathered on the floor
beside Carter's bed. The boy's white hand dangled
over the edge, almost as if it was inviting Rattles to
bite it. The snake's fangs tingled, and venom seeped
from the tips.

"Everything is going splendidly," the Sergeant
Major said. "And of course, Rattles, much of the
credit belongs to you. Good work, fending off young
Carter's attackers, very good indeed."

The purple snake inclined his head.

"What's the plan for tonight?" asked Jack. "Why
don't we break some of the relics and little skeleton
figures in those glass cases downstairs? Or do some
damage to the piano? We could have all sorts of fun
with a few strands of piano wire!"

"Indeed," the toy soldier said, "but we aren't
going to do anything more tonight."

"Why not?" the jack-in-the-box demanded.

"Because teaching a boy to hate his parents, and
the parents to detest the boy, requires patience. If we
cause too much trouble too quickly, Carter will be-
come alarmed. He'll decide that we must be responsi-
ble, and that no matter how much we 'adore' him,
we're too wild and destructive to have around. We

have to drive in the wedge between him and the rest of his family one precise, cautious tap at a time."

"*That's easy for you to say,*" Jack grumbled. "*You had the fun of harassing them last night, while I was stuck being lookout. You're going to school with Carter tomorrow, no doubt to play all sorts of wonderful pranks. I don't see why I can't go, too!*"

"*Because, as any good general understands,*" the Sergeant Major replied, green light flickering in his round, painted eyes, "*the less the enemy knows about your capabilities, the better. The lad has already learned that Rattles has poisonous fangs. That was unavoidable, and obviously, it was worth giving up the secret to win his gratitude. But we don't have to let him know your secrets, not yet; perhaps not until he's so attached to us that it can't possibly matter anymore. Let him believe you're anchored in that box.*"

"*All right,*" growled Jack. "*But when I finally get my chance, I'm going to make the humans suffer. Plenty of them. Every single day.*"

Rattles thoroughly approved of the sentiment. He nosed at the clown affectionately, setting his flexible body swaying back and forth.

CHAPTER 8

A separate hallway led to the school music rooms, where the band and the chorus practiced. It didn't have any lockers in it, which was probably why no one was there first thing in the morning. Carter trotted down the corridor and ducked into a doorway. Through the narrow glass window in the door he saw black wrought-iron music stands, rearing their heads like an army of giant ants.

Carter reached to pull up the flap on his backpack but then hesitated. To his surprise, he found himself remembering the myth of Pandora, the Greek legend of a woman who had opened a box and let out hunger, sickness, and all the other problems that afflicted the world.

Is it really a good idea to turn the toys loose to roam around the school? Carter wondered. Irritated at his own doubts, he scowled. Sure, it was a good

idea. They were his friends, and the snake had already proved that they knew how to stay hidden.

Carter popped open the snaps. Grinning in his goofy way, Rattles instantly raised his head from the bag. "*Time to come out?*" he asked. "*Thank goodnesss! The Ssergeant Major has a terrible casse of body odor. I thought I wass going to puke!*"

The soldier in the tall black hat showed his head. "*That's a vile slander,*" he said. "*Remind me to challenge you to a duel when we get home. The honor of the regiment demands it!*"

Amused, Carter lowered the pack to the floor, allowing the toys to clamber out. "You guys be careful today," he whispered.

"*Not to worry,*" the Sergeant Major said. "*We'll hide so well that even you may have difficulty seeing us much of the time. But rest assured, we'll always be close at hand.*"

"Good," Carter said. "I have homeroom in a couple of minutes. I guess we should get moving." He turned and headed for the main hallway with the toys stalking along beside his feet.

For the next few minutes, Carter was almost as nervous as he had been after noticing Rattles in Mr. Winslow's class the previous day. It was almost impossible to believe that one of the other kids or teachers walking through the halls wouldn't notice the toys eventually. But nobody did. It was as if his friends were invisible.

By the time his first-period American History

class was halfway through, Carter had managed to relax, and then he started to enjoy the company of the toys. It was fun to see them crouching in the shadows or sneaking along the base of the wall and know that no one else was aware of them. Eventually they started doing funny imitations of the teacher and the other kids. Even the Sergeant Major, with his frozen, painted face, was surprisingly good at this mimicry, conveying the resemblance by the way he moved his jointed body. Rattles, with his stretchable, squashable features, was even better.

Seated two rows over, Larry was surreptitiously chewing a piece of gum. When Mr. Drake unexpectedly asked him a question, the redhead had to try to answer while simultaneously concealing what he had in his mouth. Rattles's imitation of this struggle, which ended with his flailing about in an agony of coughing, was the funniest routine of all. Or maybe it just seemed that way because Larry had hurt Carter so badly that it made him feel good to see the other boy ridiculed. In any event, he had to bite down on his knuckle to conceal his laughter.

But it was later, between the third and fourth periods, when Carter appreciated the presence of his friends most of all. He was walking from English to geography when Joe emerged from a doorway down the hall.

For a second, they just stared at each other. Then Joe's mouth twisted into a sneer. "You got lucky yesterday," he said. "Next time it's going to be different."

Carter glanced down. The Sergeant Major was standing beside his foot, the bayonet on his rifle pointed at Joe. The length of silver-painted wood was scarcely larger than a toothpick. But somehow, at that moment, it looked as dangerous as Rattles's fangs, and Carter knew he had nothing to worry about.

"If you want a rematch," Carter said to Joe, "how about right now?" He started toward the black-haired boy.

Joe turned and fled in the opposite direction as fast as he was able, which, given the way he was limping, wasn't very fast at all. Evidently Rattles's venom was still affecting him. Some of the kids in the hallway laughed when they saw Joe chicken out.

Carter was tempted to talk to them. He had a hunch that, having watched him face down a bully, they might be thinking of him as something more likable than the school tattletale. But the Sergeant Major nudged his ankle to attract his attention, then waved his arm, urging Carter to continue walking down the hall.

Reluctantly, Carter decided the wooden soldier was right. If the boy did start talking to other people, it would probably make it harder for the toys to go unnoticed. Besides, other kids had already dumped on him once. Why give them a chance to do it again when he now had *real* friends? Smiling coldly, he sauntered on his way.

* * *

The Sergeant Major lurked outside the entrance to the teacher's lounge. He had seen his intended victim enter a minute earlier, but he hadn't been able to catch up with him before the door closed. Now he couldn't reach the knob without leaping into the air, and with his feet dangling, he wouldn't be able to turn it.

It was too bad that Rattles wasn't there to boost him up. But one of them had to stay with Carter at all times, just as both of them had to be with him periodically, to maintain the illusion that they were his constant companions.

A plump woman in a white blouse came down the hall, the heels of her shoes clicking on the linoleum. The Sergeant Major quivered with the hope that she was heading for the teacher's lounge, too.

She was, and when she went in, the Sergeant Major scuttled in behind her.

The lounge was furnished with round tables and gray, molded plastic chairs. A dart board, a "No Smoking" sign, a bulletin board, and a framed oil painting of the school building hung on the walls. At one end of the room were a sink, a small refrigerator, and a microwave oven. On the counter were a box of doughnuts and a coffee machine, filling the air with the aroma of the dark brown brew inside.

His necktie hanging loose about his throat, Mr. Winslow sat at a table in the corner, sipping coffee and correcting a stack of quizzes.

If the Sergeant Major had had a real mouth instead of just a painted line beneath his mustache—

which was to say, if humans had given him a proper body in place of the stunted, ridiculous form in which he was trapped—he would have smiled. As far as he and his fellow toys were concerned, all people except Carter were ultimately the same. They would gladly hurt any of them. But from a tactical standpoint, at this early point in their friendship, it was better to annoy victims Carter didn't like. Then, in the unlikely event that he found out about it, the toys could always claim that they had played the prank on his behalf.

The plump woman said, "Good morning," and Mr. Winslow grunted. As she moved toward the kitchen area, the Sergeant Major dashed toward the math teacher, then clambered up into the seat of the chair beside him.

Before long, the skinny human set his black ceramic coffee mug down on the edge of the table. Reaching up, the Sergeant Major hooked his rifle through the handle, then, using the weapon as a lever, he pulled with all his might.

The cup tipped over. Steaming liquid streamed across the math papers and then spattered down into Mr. Winslow's lap. Squawking in pain and shock, the teacher tried to scramble up from his seat and away from the table. Somehow he managed to get his feet tangled up with the legs of his chair, and both he and the chair toppled to the floor.

The Sergeant Major felt a thrill of joy. As pranks went, this was only a minor one. He had done far more destructive things in his time and looked for-

ward to doing them again. But every bit of suffering he dealt out, no matter how petty, was another sweet morsel of revenge.

Rattles spotted George just after the bell rang, then, winding his way through the children thronging the hall, followed the short boy into his next class. Which was Principles of American Government, not that the toy cared about that.

What interested him was the location of George's desk. He was pleased to see Carter's former friend sit down in front of another boy who was big for his age and solidly built.

Rattles was well aware that he wasn't as clever as either of the other toys. He suspected that because he had the shape of an animal, his mind was something like an animal's as well. If so, then that was one more grudge to hold against the humans who had made him as he was.

Still, he sometimes got ideas. He had gotten one when he noticed the desks were close together, and now he meant to put his idea into practice.

The second bell rang and class began. The teacher, a man with a long, sharp nose and a wide, humorous mouth that, to Rattles's keen nose, smelled of peppermint breath mints, rambled on about the Constitutional Convention. Pencils scratched as the students took notes.

Rattles slithered up behind George's seat where there was an opening in the bottom of the backrest.

Raising his head, the snake tensed, stiffened his snout, then nudged the boy in the rear end.

George jerked around, but not before Rattles dropped back down to the floor. With the real culprit hidden from view, George could only conclude that the kid behind him had kicked him. He scowled at the larger boy, who looked puzzled by the display of hostility, then turned back toward the front of the room.

Rattles waited a moment, then rose up and jostled him again. This time, George gave the bigger boy a prolonged glare. Scowling back, the other kid mouthed the words, "What's your problem?"

"Just quit it!" George whispered and turned away.

After another minute, Rattles prodded him a third time. George stiffened, and his mouth tightened into a grimace, but he didn't turn around. Evidently he had decided to suffer in silence.

Rattles suspected that the boy would seek revenge later, but that wasn't good enough. The toy wanted to see the outcome of his trick, just as he wanted George to disgrace himself in front of his teacher, which meant that he'd have to run a somewhat greater risk of being seen. But he was enjoying the game too much to care.

He twisted up the leg of George's chair, gaining a little height. Stretching, he popped his head up as high as the boy's and to the eye level of everyone in the room. Over the human's shoulder, he glimpsed the spaceships and aliens his victim had

doodled in the margins of his class notes. He jabbed his fangs into the nape of George's neck and then hurled himself back down to the relative safety of the floor again.

He had only reared up high for a split second, and when none of the bystanders gasped or cried out in surprise, he knew that he had gotten away with it. The only human who yelped was George, clutching at the sudden pain in his neck. He probably thought that the boy behind him had jabbed him very hard with the point of a pencil.

As Rattles had hoped, George lost his temper. He scrambled from his seat and threw himself at his supposed attacker. The other boy jumped up to meet him, and a scuffle began.

The teacher gaped in dismay, then, remembering his responsibilities, advanced and tried to separate the fighters. George threw a wild punch that accidentally caught the grown-up on the cheek. Rattles squirmed in delight.

After lunch Carter wandered outside and leaned against the wall of the school. It was a sunny day, and the rough, red bricks were warm against his back. Groups of yelling, laughing boys were playing football and basketball. It looked like fun, and he couldn't help wishing that there was at least one group that would let him join their game.

Something gently nudged his ankle, and he looked down. Both the Sergeant Major and Rattles

were standing at his feet. The purple snake lifted his head, offering Carter the Hershey bar he held in his mouth.

"Where did you get that?" Carter whispered.

"*From the vending machine in the cafeteria,*" the Sergeant Major replied. Somehow his silent voice seemed softer as well. "*Rattles and I are small enough to crawl up inside it.*"

Carter knew it was wrong to steal. But it was also nice to receive additional proof that the toys were his friends, particularly when he had started feeling low.

"You shouldn't do that again," he said, stooping to accept the candy, "but thanks."

A high, soft voice sounded behind him. "Weird morning, wasn't it?"

Startled, Carter lurched upright and turned around. Somehow Beth had slipped up close behind him, and since she had caught him in the very act of taking the chocolate from Rattles, it seemed impossible that she hadn't noticed the toy. He held his breath.

"I mean," said Beth, her head slightly bowed, giving him her shy smile, "it was weird that there were so many fights and accidents and everything. So many kids got hurt or sent to the office."

Carter realized that the girl *hadn't* noticed the toys. Still, the stolen candy bar made him feel guilty and at risk. He was sure that she *would* see the Sergeant Major and Rattles if he didn't get rid of her.

"*If you say so,*" he answered brusquely. "Look, I'm kind of busy, okay?"

Beth glared at him. "I keep trying to be nice to you," she said, "and you're mean to me every time. I don't know why you don't like me, but don't worry, I get the message. I'll leave you alone from now on." She wheeled around and, her back stiff, marched away.

Carter stared after her. Evidently she really had wanted to make friends, and he had hurt her in exactly the way that Larry and George had hurt him. It made him feel like the crummiest person in the world.

The Sergeant Major mumbled. Unable to make out the words, Carter peered downward. The toy stood with his head inclined and his hand over the lower part of his face, as if he was working so hard to hide his mouth that he was making his voice inaudible. Suddenly he pivoted and flounced away, the very picture of wounded pride.

It was a good impersonation of Beth, but to Carter it didn't seem funny at all.

"Stop it!" he snapped. "You're being mean!"

The wooden soldier did an about-face and came to attention. "*Sorry, sir. I was only trying to make you smile.*"

"I know," Carter sighed. "It's just . . ." He shrugged.

"*You don't need her,*" said Rattles. "*You have us.*"

"Yeah," said the boy. He had the toys, perfect

friends who would do whatever he said; who would tell him how much they liked him a hundred times a day; who would never, ever snap at him the way Beth had just done, no matter what he did. . . . But they could never play football or basketball with him. Somehow, it didn't seem like quite as good a deal as it had a few minutes earlier. In fact, for a moment he almost felt as if he were caught in a trap.

CHAPTER 9

Carter glumly unwrapped one end of the Hershey's candy bar and took a bite. As much as he ordinarily liked the candy, at that moment the sweet chocolate taste gave him no pleasure at all. He might as well have been chewing a chunk of cardboard. He grimaced, folded the wrapper back around the rest of the stolen treat, and stuck it in his backpack.

Hoping that the Sergeant Major and Rattles could do something entertaining, something to help him shake off the sad, frustrated feeling that had taken hold of him, he looked around for them. But he found that this was one of those times they had warned him about, when he couldn't spot either one of them. Evidently he was on his own for the moment. Suddenly feeling too restless to stay still, he shuffled away from the building.

He found himself drifting toward Beth, whose cheeks were ruddy with anger. He felt another pang of remorse for hurting her feelings and guessed he could apologize. But considering what a jerk he'd been, she might not even want to hear it. She might just want him to stay away. But, then again, maybe she wouldn't. There was only one way to find out. Feeling awkward, he walked closer. "I'm, uh, sorry about before."

She scowled at him. "Well, you ought to be. What's wrong with you, acting so stuck up?"

Well, at least she hadn't told him to get lost. "I'm not stuck up, honest. It's just that when you get used to everybody dumping on you, you get to where you'd rather not give anybody else the chance. You know what I mean?"

Beth nodded. "I guess so."

"As far as that goes," Carter said, feeling a twinge of his old resentment, "you might not want to be seen talking to me." He glowered at the kids who were standing nearby gawking at them. "They might decide they hate you, too."

"People don't hate you, Carter."

He snorted. "You could've fooled me."

"Truly," she said, "they don't. Not all of them, anyway. A lot of kids were mad at you for telling on Joe and Pete, and since you were gone all summer, it's like they haven't had a chance to get over it yet. But mad isn't the same thing as hate, and anyway, there are others who think you did the right thing. I do."

"Really?"

"Sure. Joe and Pete are creeps, and when they wrecked Mr. Winslow's beautiful old car, that was *terrible*."

"So that's why you've been trying to be nice to me," Carter said. "You thought the other kids were wrong to give me a hard time, and you felt sorry for me." For some reason, the idea made him feel a little disappointed.

"Not exactly," she said, smiling shyly and covering the expression with her hand. "I mean, I did feel bad for you, but I've *always* thought you were nice. Maybe I would have tried to talk to you last year, but you were always with Larry and George or somebody."

Carter had a hunch that the real reason she hadn't approached him was that she was self-conscious about her braces. He smiled. "But this year you had a clear shot at me."

"Yes. Anyway, what I was starting to say before is, not everybody's mad at you. I'll bet some kids are going to think you're really cool now, winning a fight against three other guys. You can have friends, maybe not Larry and George anymore—though I imagine they *will* forgive you eventually—but *somebody*. But only if you give people a chance to be friendly. It's like you have a wall around you now."

Carter remembered that his mom and dad had given him similar advice. Somehow, it was easier to take coming from Beth. "You might be right," he

said, then took a deep breath to pump up his courage. "So, would you like—"

Something tugged on the leg of his jeans. Startled, he looked down. Rattles and the Sergeant Major gazed back at him, urgently shaking their heads. Obviously, they had guessed what he was about to say, and they didn't like it one bit.

Carter didn't want to upset them, but this time that wasn't enough to make him change his mind. He looked back at Beth. "Would you like to be the first kid who gets through the wall? Come over to my house after school? We could play Quake on my computer or watch a video."

Beth was so pleased that for once she forgot about hiding her braces and gave him a big grin. "Sure. That would be great."

Points of green light dancing in his button eyes, Rattles turned to the Sergeant Major in dismay. "*Cursse the girl!*" said the snake, pitching his voice so Carter wouldn't hear. "*Thiss iss bad!*"

"*Perhaps not as bad as it seems,*" the wooden soldier said.

Perplexed, Rattles cocked his tapered head. "*What do you mean?*"

"*We'll talk to Carter when we get home. Who knows? We may be able to convince him that socializing with Beth is unwise. If not, well, it's basic military strategy that, whatever the enemy does, you try to turn it to your advantage. It will be easy to strike at the girl on our home ground, and if she's injured*

in Carter's house, other people might think that he's to blame. We might even be able to arrange matters so that she herself believes it. Let's see him try to make friends with other young people after that!"

"*But if we attack her insside the housse, Carter will know that we were the oness who did it.*"

"*Well, maybe it's time to lay our cards on the table,*" the Sergeant Major said. "*I'd hoped that we could rearrange his life gently, without ever upsetting him. But perhaps I underestimated his willfulness and his hunger for the affection of other humans. Perhaps we need to make it clear who's really in control. At least after that, we'll be able to play all the pranks our hearts desire.*"

Chapter 10

Carter got out of school an hour earlier than Beth. Though he would have enjoyed walking her to his house, he was actually glad to arrive ahead of her. It gave him time to talk to the toys.

He took Jack out of the closet and placed him atop the bed. Rattles and the Sergeant Major climbed up beside him. Carter rolled the chair away from the computer desk and sat down facing his friends.

"*Why is everyone so solemn?*" asked the clown.

"I guess we've got a problem," Carter answered, brushing a strand of his blond hair away from his eye. "I invited a girl from school to come over, and Rattles and the Sergeant Major don't like it."

"*To be honest,*" said Jack, "*I can see their point of view. You promised to keep us a secret, remember? We need to be kept a secret.*"

Carter grimaced. "I know that. But if you guys

can sneak around school hiding from hundreds of kids, obviously you can hide from one girl here in the house."

"*Our friends can sneak around and hide,*" said Jack wistfully. "*But not your faithful jester, not with the posterior end of his body bolted to the bottom of a box.*"

"Come on," Carter said irritably. "Mom and Dad *live* here, and they don't have a clue that you're around. There's no way that Beth is going to find out in just a couple hours. You're worrying about nothing."

"*With all due respect, sir,*" said the Sergeant Major, "*your happiness isn't nothing. As far as we're concerned, it's the most important thing in the world.*"

Carter blinked. "What does my happiness have to do with it?"

"*The other children at your school have hurt you,*" the wooden soldier said. "*We don't want to see you wounded again.*"

"Beth's not going to hurt me. She's nice."

"*But why rissk it?*" Rattles wailed. Stretching beyond the bed, he nuzzled Carter's hand, then he slithered into his lap. "*Why, when you have uss? You know we'd never hurt you. We'd do* anything *for you.*"

"I know," Carter said, scratching the snake under the belly. He would never upset the toys by saying so, even if he could put the feeling into words, but he *did* know, and that was the problem. The trio were wonderful companions, but precisely because of their fanatical devotion, they were different from

human friends. Human beings didn't flatter you or even want to hang out with you every single minute of every day. They cared about different things than you do. Often enough, they cared about other things *more* than you, which meant that, from time to time, they hurt you. Yet somehow that same independence of mind was what made them so appealing.

"I really like you guys. I'm thankful for all the things you've done for me. It's just that I want to spend a couple of hours with another friend. The four of us will hang out later, okay?"

The toys stared at him. Once again, for a moment, Carter had the unpleasant feeling that their eyes were *draining* him, holding him down, drawing something away. The sensation made his head swim, but then it passed.

"Very well, sir," the Sergeant Major said. *"If you think it's a good idea to invite this young lady into the barracks, then so be it. We only want whatever pleases you."*

"Absolutely," said Jack, swaying back and forth. *"Give her a smooch for me."*

Carter blushed. "Don't be stupid," he said.

Carter paced around the ground floor of the house, too nervous to sit still. When the doorbell rang, he almost ran to answer it.

Beth had two textbooks and her notebook hugged to her chest, the way girls so often carried them. She gave him her shy little smile. "Hi."

"Hi," he replied. "Come in."

She stepped into the foyer, then looked around at the molding, the fancy cut-glass light fixture, the oil painting of a bearded soldier in a blue Civil War uniform, and the elephant's-foot umbrella stand containing several antique walking sticks.

"So this is it," she said.

"This is what?" he asked.

"The haunted house," she said, laughter in her voice. "I've heard about it all my life, but I've never been inside before."

He wished he could tell her that while the place might not be haunted, a man and his son truly had worked magic here sixty years earlier. But then she'd probably ask him how he knew, and naturally he couldn't reveal the existence of the toys.

"If there are any ghosts," he said, "they keep pretty quiet. I've sure never seen them."

They walked into the living room. Beth turned this way and that, taking in the piano, the bookshelves, and the artifacts and little bone dolls in the display cases.

"There may not be any ghosts," she said, "but you've got plenty of skeletons."

"They're like Mexican Halloween decorations," Carter said. "My dad collects them. I like—"

Something moved at the edge of his vision, something small scurrying through the doorway. Or at least he thought it did. By the time he jerked his head around, it had disappeared.

"What's the matter?" asked Beth. "Did you see one of the spooks?"

He took a deep breath to steady his nerves. "No such luck. I thought I saw *something*, but I didn't. As I was starting to say, I like the bullfighter skeleton."

"I like the dancer," she said, pointing to a skeleton figure in a bright red skirt, with tiny castanets in its upraised hands. She moved on to a display of stone knives and arrowheads. "What are these?"

"Sioux relics," Carter said. "My mom and dad are archaeologists. They dug them up."

The Sergeant Major peeked around the edge of the sofa.

Carter was startled again, but this time not enough to make him jump. Still, the realization that the toys were sneaking about disturbed him. It was fun when they hovered around him at school, seen by no one's eyes but his, but now he wished he could be alone with Beth.

Even if he were willing to risk bruising their feelings yet again, he couldn't very well tell them to get lost, not with the girl standing right beside him. He guessed he'd just have to put up with their spying.

After all, it wasn't like they meant any harm. No doubt they were just curious. There was no reason why he should suddenly feel so edgy, no reason for his pulse to speed up, or for sweat to start oozing from his palms.

He realized Beth was gazing at him expectantly. She must have said something that he'd missed. After another moment, she grinned and said, "You zone out a lot, don't you?"

"I guess so, today," he answered sheepishly. "I'm sorry."

"It's okay," she said. "My mom is always drifting off like that, getting lost in her own head. I think it's something that intelligent people do. Do you want to sit down?"

"Sure."

The couch that the wooden soldier was lurking behind was the closest, but Carter waved her to a different one.

Perched on the cushions, they talked about school, TV, movies, and music. It turned out that she wasn't as crazy about action-adventure stories as he was. She preferred comedies and shows about animals. But they liked many of the same bands. It was a simple conversation, like any two kids might have, but Carter hadn't had one like it since the previous spring, and it felt wonderful to him.

He would have relished it even more if it hadn't been for Rattles and the Sergeant Major. For some reason, the toys wouldn't pick one spot to watch from. They kept prowling about, and as a result, Carter never knew where he was going to glimpse them next. One minute the purple snake lay coiled in the shadow of the piano bench, and the next, he was peering from behind the logs heaped in the fireplace. At first the wooden soldier was crouched atop the ticking grandfather clock, and then he was stretched out on his belly beneath a footstool. The constant motion made Carter think of sharks circling a swimmer.

But he tried his best to ignore the toys. At least

they weren't making fun of Beth anymore. That would *really* have ticked him off.

After a while, the conversation started to run down. "Did you want to watch something on video?" Carter asked. "Or play a computer game?"

"Let's play a game," she said.

"Okay," he said, rising. "My computer's upstairs in my room."

"Good. I'll get to see more of the house."

It hadn't occurred to him that she might want him to show her around. He hoped she didn't think he was a crummy host. "You can see the whole place if you want." They headed for the front hall and the staircase.

She gave him an impish smile. "Can you show me where the gruesome stuff happened?"

"Are you back to the haunted house story? What gruesome things are you talking about? Nobody's ever told me what weird events are really supposed to have happened here." No one except the toys, and their story, while strange, wasn't gruesome, nor did it explain how the house had gained a sinister reputation in the community at large.

The staircase rose tall and shadowy above them, twisting away into gloom. Beth set her foot on the first riser.

"I don't know very much," she said. "But I have heard that the family that lived here years and years ago had a string of peculiar, nasty accidents, one right after another. Then the same thing started happening to their neighbors. It was like somebody

put a curse on the family, and then the bad luck leaked out to bother the whole area."

Carter remembered her telling him that there had been a series of unusual accidents at school that very day. He didn't know what the coincidence meant. Nothing, he guessed, but for a second it made him feel uneasy.

"What finally happened?" he asked.

"Nothing very dramatic," said Beth, climbing a little higher, her hand resting lightly on the banister. "The family finally moved away—or maybe the neighbors ran them out of town—and then the trouble stopped." She made a wry face. "It's not a very good story, is it?"

"It might be if we knew all the facts," said Carter, and then a pair of musical notes clinked from the shadowy hallway above.

Ta-tum.

Beth's eyes narrowed. "What's that?"

It was the sound Jack's box made when he turned the crank, but Carter could hardly admit that to Beth. He wondered if the clown thought that Beth couldn't hear him. Maybe he didn't realize Carter was bringing his guest upstairs. The boy raised his voice to warn him.

"I don't know. Maybe my parents left a radio or TV on."

Beth shook her head. "If they had, we would have heard it before now, don't you think?"

More notes sounded. *Ta*-tum, *ta*-tum*pty-ta-tum.* Enough to identify the tune.

"That's 'Pop Goes the Weasel.' "

"Yeah," Carter said. He was sure that Jack could hear them now. He couldn't imagine what the clown was up to, just as he had no idea what he himself should say or do next.

"You know what it sounds like?" said Beth, curiosity shining in her eyes. "A hurdy-gurdy. Or a jack-in-the-box." She smiled. "Maybe one of the ghosts has decided to come out of hiding."

Carter had the feeling that he should force her to go back downstairs, but he didn't see how he could without making himself look mean or crazy, or convincing her that there really was something uncanny in the house.

Meanwhile, the song clinked on, pausing again just before the climactic note that corresponds to *Pop!*

"I hope the music hasn't stopped for good," said Beth, looking upward. "If we don't find out what it was, it'll drive me nuts."

Pop!

To Carter's amazement, Jack, detached from his box, came shooting down the stairs, bouncing off the steps, the wall, and the ceiling as he descended. The spring in the trunk of his body sent him hurtling through the air like an acrobat shot from a cannon. With a sharp crack, the top of his hard, porcelain head slammed into Beth's, knocking her backward. Carter made a grab for her but missed. He could only watch in horror as she tumbled back down the several steps she had just climbed.

CHAPTER 11

Jack, laughing crazily, bounced around like a Superball. *"My turn!"* he cried. *"I finally got my turn!"*

Carter had no idea what the clown meant, and at that moment, with Beth slumped motionless at the bottom of the staircase, he didn't care. Terrified that she was badly injured, he charged down the steps.

Before he reached her, Rattles and Jack appeared on the floor below him. Green light glittering in their eyes, they advanced on the fallen girl.

Carter had no doubt that they also wanted to hurt her. "Get away from her!" he cried.

The toys lifted their heads. For a moment they only stared at him, and he was terribly afraid that they would disobey him. Finally the Sergeant Major came to attention, saluted, and said, *"Yes, sir."* He and Rattles retreated into the living room.

The boy threw himself down beside Beth, who

already had a bump on her forehead where Jack had hit her. To his relief, he saw her chest rise as she took a breath. Gently, hesitantly, he touched her cheek. "Are you all right?" he said.

Beth's eyelids fluttered open, and she gazed up at him in confusion. "What . . . happened?" she murmured.

"You fell down the steps. Are you okay?"

"I fell?" she said, still in that vague, dazed tone. Then her eyes opened wide, as if the memory of what happened had just popped back into her head. She floundered backward, away from Carter, and wound up with her shoulders against the wall.

For a second Carter didn't understand why she had pulled away from him; then it came to him. Beth recalled that something had struck her and knocked her backward, but she had missed seeing Jack shoot out of his box. And so she suspected that *Carter* had slugged her.

"I didn't hit you!" he said. As soon as the words left his mouth, he realized they could only make her more suspicious. Beth would wonder why he would even deny it if it wasn't true.

The girl regarded him warily. "Okay."

"Listen to me," he pleaded, while struggling to figure out just what it was that he wanted her to listen to. He couldn't tell her about the toys. He had promised not to, and besides, she might not believe such a weird story unless she saw his strange companions with her own eyes. "What happened was . . . was . . ."

A soft noise, the sound of cloth brushing against cloth, whispered from the living room: the sound of Rattles slithering over the rug.

Reminded that the toys were nearby, Carter realized that he shouldn't be talking to Beth. It was more important to get rid of her before his friends attacked her again.

"You've got to leave!" he said.

She stared at him in surprise. "What?"

"I'm sorry, but you do." He scrambled to his feet then seized her by the arm and hauled her upright.

She swayed, and he was terrified that she was seriously hurt after all, too badly injured to walk or even stand by herself. But after a moment she caught her balance. He hustled her out the door, shut it behind her, and watched through the peephole as, clinging to the railing, she made her way down the front-porch steps.

By the time she reached the sidewalk, she was walking more steadily. It looked like she would make it home all right by herself. Grateful that she was out of danger, Carter slumped against the door, relaxing at least a little. His heart stopped pounding quite so rapidly, and he no longer felt as if he had to gasp for every breath—until Jack shot down the staircase, bounced off one surface after another and shrieked with laughter.

Startled, Carter yelped and flattened himself against the door. The clown slammed into the wall beside the painting of the Civil War soldier, knock-

ing the portrait askew, then rebounded into the living room.

It occurred to Carter that he could flee through the door to the outside world himself. He wanted to. But no matter how frightened he was, the toys were his friends, and he was supposed to be their master. He needed to find out why they had attacked Beth and to convince them that they must never do such a vicious, horrible thing again. He swallowed, then trudged into the living room.

The toys had gathered around a black leather armchair. The Sergeant Major sat on the matching footstool; Rattles lay coiled around a brass magazine rack full of yellow copies of *National Geographic;* and Jack perched atop a large antique globe, bobbing up and down on the spring inside his body. He looked as if he was so full of energy that he couldn't be still for an instant.

"*Have a seat,*" Jack said.

Carter didn't feel like sitting, but it was the best way to put himself closer to eye level with the toys. He flopped down onto the seat.

"How could you knock Beth down?" he said, anger and fear making his voice shrill. "What's *wrong* with you?"

"*Now that's the kind of intelligent question we expect from such a shrewd young man,*" said Jack. Now, for the first time, Carter could hear the mockery lurking like poison inside the clown's flattery. "*It cuts right to the heart of the matter. What's wrong with us indeed?*"

"*I'll explain,*" said the Sergeant Major. "*You recall the story we told you of our life with our previous commander sixty years ago?*"

"Yes," Carter replied.

"*Well, we didn't give you the complete, unvarnished truth,*" the wooden soldier said. "*But I'll do so now. At first the boy loved us, just as we said. Just as you've loved us. But then he began to stop.*"

Carter scowled. "If you hurt somebody *he* liked, I can see why."

Rattles said, "*We had no choicce.*"

"*Indeed not,*" the Sergeant Major continued. "*During the first few days of our lives, we had the boy's affection all to ourselves. He didn't have a mother, you see, and his father was so busy with his law practice and his magic experiments that the boy felt neglected and, consequently, angry. But in time he forgave his father, and then we noticed something troubling.*"

"*We started to feel sick and sluggish,*" said Jack. He sprang up, turned a somersault, and landed on the footstool beside the Sergeant Major. "*We were turning into dead hunks of wood and cloth and porcelain again. Because it wasn't* just *our owner's clumsy attempts at magic that gave us life. It was magic* and *his need for our companionship, his love and attention. As long as we had all of it, we were fine, but as soon as he chose to give some of it to someone else . . .*"

"So you played tricks that would make him and his dad get mad at each other," Carter said. "Just

like you made trouble between my parents and me."

He felt stupid for ever doubting that the toys had tampered with Mom and Dad's belongings and ashamed that they had been able to undermine the affection he felt for his family so easily.

"*You bet we did,*" Jack said, "*and the scheme worked! The bond between father and son was stretched thin. Healthy and vigorous once more, we divided our time between entertaining our master and . . .*" He hesitated as if he felt he was on the verge of revealing too much.

"Playing tricks on other people," said Carter, remembering Beth's story. "You didn't just do it to stay alive. You did it for fun!"

"*For revenge,*" the Sergeant Major said, emerald light glinting in one of his painted eyes.

"How could it be for revenge?" Carter said. "Those people didn't do anything to you."

"*With respect, sir, it's all in how you look at it,*" the Sergeant Major said. "*Human beings invented toys, cute little dolls whose stunted forms are only crude imitations of the bodies of living creatures. Human beings invented the magic that could bring such objects to life. So isn't it fair to say that humanity is responsible for making us what we are? Ridiculous things that can never eat or sleep or enjoy most of the other pleasures that ordinary people take for granted. Pitiful slaves that can't even stay alive unless they can convince one particular human to lavish his affection on them. How would you like to be as we are?*"

"*Now, Sergeant,*" said Jack, "*there's no need to take such a bitter tone with the boy. After all, we may harbor a grudge against the rest of his species, but we love him.*"

There was no mockery in the clown's voice now. Carter could tell that in their crazy, inhuman way, the toys did love him. Somehow, that was the scariest thing of all.

"*Of course we do,*" the Sergeant Major said. "*Please, forgive me, sir, for speaking harshly. As I was saying, once we drove the lad and his father apart, things were fine for a time. But then, to everyone's surprise, he recovered from his illness, returned to school, and began to make friends. Which we couldn't tolerate. We followed him and did our best to put an end to it, but this time, he caught us at our tricks.*"

"And after that," said Carter, "he turned against you."

"*Yess,*" said Rattles, his voice full of pain. "*We exxplained to him why we had to issolate him from other humanss, but he refussed to understand.*"

"*And denied his devotion to us,*" said Jack, his fixed orange grin in strange contrast to his sorrowful tone. "*We turned into dead things again until your own loneliness touched the magic inside us and woke us from our sleep.*" His voice hardened. "*As you might expect, we don't intend to perish because of our owner's neglect a second time.*"

"So you made Mom and Dad think I'm a bad

kid," said Carter, "and knocked Beth down the stairs."

"We had to," said the Sergeant Major. "I can tell you like her very much, even more, I think, than you realize yourself. It was necessary that we nip your friendship in the bud. And now that you understand what's going on, let's make a deal. Really, it's the same arrangement we've had from the start, but now it's time for you to promise to abide by it."

"We'll be your friends forever," said Jack, "the best friends anyone ever had. We'll play any game you like, whenever you like. We'll protect you from anyone who tries to bother you. We'll steal candy, toys, money, or anything else your heart desires."

"And in return," the Sergeant Major continued, "you'll love us. Us and us alone."

"How could I do that if you were forcing me to be with you?" Carter said.

"Oh, you'll manage," said the Sergeant Major. "Loneliness will teach you how. Because even friends with rough edges are a lot better than no friends at all."

"Pleasse," said Rattles. He raised his head and tried to slither into Carter's lap. Repulsed, the boy shoved him back. The stuffed snake hissed and bared his fangs.

"You don't understand," Carter said. "Even if you stopped acting so mean, even if I could like you again, I couldn't spend my *whole life* caring about just you and nobody else. It would be like being a prisoner!"

"It's you who don't understand," the Sergeant Major replied. "We're not giving you a choice. You see, when we lose our owner's affection, we don't turn lifeless immediately. We have a few more days of vitality left to us, and we'll use them to punish you for turning against us. We'll hurt you and everyone you care about. You may think we've been behaving cruelly, but believe me, the tricks we've played so far are nothing compared to the damage we'll do from now on!"

"Not if I 'damage' you first!" Carter snarled. Lunging forward in his chair, he grabbed the wooden soldier.

Rattles struck at Carter. Flinging himself sideways to avoid the snake, the boy wound up on his knees. He pulled at the squirming figure in his hands until one of the Sergeant Major's legs snapped off.

For an instant, he felt both elated and sickened at what he had done. Then something slammed into his shoulder, and he dropped the soldier. A *thump-thump-thump*, fast as his own pounding heartbeat, sounded from around the room. He realized that it was Jack who had hit him, and then the clown was bouncing around to line up another shot.

Carter tried to scramble up so he would be better able to dodge the next blow, but something tripped him, and he fell heavily to the floor. Peering down the length of his body, he saw Rattles coiled around his ankles.

"Falsse friend!" cried the purple serpent. "Misser-

able, faithlesss human, no better than all the resst!"

He sunk his fangs into Carter's leg.

Carter jerked from the stab of pain, and then Jack smashed into his ribs, hard as a wild pitch hitting a batter. Instantly the clown leaped upward to strike again. Carter threw up his hands to protect his head, but even so, he knew that Jack had him at a terrible disadvantage.

Meanwhile, the Sergeant Major crawled to recover his leg. When he pressed the splintery broken end to his hip, it reattached itself in a flicker of bright green light.

CHAPTER 12

Rubbing her temple, Beth trudged down the street. The bump hurt, but it didn't bother her as much as the confusion *inside* her head.

It had certainly seemed as if Carter had punched her on the stairs because no one else had been around. Yet the more she thought about it, the harder it was to believe.

Though she had been too shy to approach him until recently, when he looked like he needed a friend, she knew he was a nice guy. A little flaky maybe, the way he kept zoning out, but fundamentally kindhearted. It didn't make sense that he would hit a girl who only wanted to be friends with him.

She couldn't understand why Carter had been in such a panic to hustle her out of the house, either. It made her wonder if he was in some kind of trou-

ble—some kind of *real danger*—right at this very moment.

In a way, it seemed like a ridiculous idea, something that belonged in an adventure movie, not real life. But unseen attackers who knocked a victim down a flight of steps belonged in the same kind of story, and she and Carter had already experienced that.

She knew one thing. She was afraid to go back in his house, but if he truly was in danger, she couldn't abandon him to face it alone. On the other hand, he'd ordered her to leave, and he presumably knew more about what was going on than she did. What if she made things worse by going back? What if she made him mad at her?

Pausing on the sidewalk, she debated what to do. Eventually she remembered that Carter had been in such a rush to get rid of her that he had shoved her out the door without her schoolbooks.

It wasn't all that important, but somehow, it helped her make up her mind. At least Carter couldn't reasonably get angry at her for returning to get her books. She wheeled and strode back in the direction from which she had come. After a few steps, she gave in to her instincts, which suggested that if she were going back, she should get there *fast,* and then she broke into a run.

In a minute, she caught sight of her friend's big, peak-roofed house. It wasn't any older or a great deal larger than many of the other homes on the block, but at that moment it *seemed* so. Maybe it

was the way the tall oaks standing in the yard shrouded it in their shadows. At any rate, the foreboding sight heightened her sense of urgency even more and made her feet fly even faster.

She bounded up the steps and rang the doorbell. The two-note chime rang inside, but that wasn't enough to calm the nervous feeling inside her. She rapped on the door and shouted, "Carter!"

Nobody opened it or answered her call. Standing on tiptoe, she tried to peer through the peephole. She couldn't see anything, but when she brought her face up to the door, she heard a muffled banging coming from somewhere behind it. It sounded like a ball bouncing, or like someone hammering.

"Carter!" yelled Beth. Still no reply. She twisted the cold brass doorknob and found that her friend had left the door unlocked. She took a deep breath and then stepped inside.

Now she could tell that the pounding was coming from the entrance to the living room. She crept to the doorway and then froze when she saw what was happening beyond it.

Carter lay writhing on the floor, a thick purple cloth wrapped around his ankles and his arms raised to protect his head. Something was moving so fast that she couldn't see it clearly as it streaked around the room, bouncing off the furniture, walls, floor, ceiling, and, periodically, the body of her friend.

A wooden soldier with a rifle and bayonet stood on the floor midway between Beth and Carter. He looked like he was watching the boy's ordeal.

Then the purple cloth shifted, and Beth saw that it was really a stuffed toy snake. Drooling threads of amber liquid, the creature bared his long, thin ivory fangs and reared to bite Carter in the leg.

This threat to her friend jolted Beth out of her fear. Yelling, she ran to help him. Startled, the toys snapped their heads around in her direction. The wooden soldier began to lift his weapon, but, acting without thinking, Beth kicked him out of the way. He flew across the room and slammed into a bookshelf.

Unharmed, he jumped up and ran toward the back of the house. The snake and the bouncing object followed. Catching a clear glimpse of it at last, Beth saw that it was an orange and white clown doll, which seemed to have a spring in the lower part of its body like a jack-in-the-box. As the clown shot through the air, he somersaulted to make his coiled spring hit whatever he was speeding toward, which gave him a powerful rebound to leap back into space.

In a few seconds, the toys disappeared. Beth dropped to her knees beside Carter. "Are you all right?" she said.

"I'm going to have some bruises from Jack," he said, "and Rattles bit me once on the leg. But, yeah, I think I'm okay, thanks to you."

"We have to get out of here," she said. She hauled him to his feet, and they headed for the front hall. He was limping slightly. She guessed it was from the snake's bite.

For all she knew, the toys were capable of opening the door or getting out of the house some other way. But when she closed it behind her, she felt a little safer. By the time she and Carter stepped down from the porch, her fear and desperation started to give way to bewilderment and curiosity.

"What were those things?" she asked. "I mean, I know they were *living* toys, but how can that be?"

Still panting from his struggle, his hair standing up in sweaty spikes, Carter told her. It was the weirdest story she had ever heard, but having seen the toys herself, she had no choice but to believe it. Part way through his explanation, Carter sat down on the grass with his back against one of the oaks to take the weight off his leg. Beth plopped down beside him.

"Now they've gone *really* crazy," the boy said grimly. "I've got to stop them before they hurt anyone else, because it's my fault they're alive in the first place."

She took hold of his hand for a moment. "You didn't know what they were like. You didn't even wake them up on purpose."

"But I still did it."

"Well, you shouldn't try to stop them by yourself. We've already seen how that didn't work out."

"I know. I should tell my mom and dad or the police or somebody. But they wouldn't believe me without proof."

"Well, at least you've got me," said Beth, doing

her best to sound braver than she felt. "I'll help you."

He frowned. "No way. I don't want you to get hurt."

"Don't be stupid. The toys don't like me. They've already tried to harm me twice. Don't you think they'll try again before they run out of gas? Even if you weren't my friend, I'd want to help stop them right here and now to protect myself."

"Okay," he said, "when you put it that way. Thanks. You're right. We do need to stop them *now*, this afternoon, before my parents come home, to keep the little monsters from hurting them, too." His voice took on a frightened, desperate tone. "But I don't know how!"

"Are they really *that* dangerous? They didn't waste any time running away from me," Beth replied.

"You caught them by surprise, and it spooked them for a second. But they're plenty dangerous, and now I know they're also really hard to destroy. I tore the Sergeant Major's leg off, and he just stuck it right back on. Maybe there's no way to do anything to them."

"No," said Beth. "If that were true, I couldn't have scared them, and they wouldn't be so worried about hiding from people. They must have some weakness. In fact, I'll bet the kid who owned them sixty years ago found a way to shut them down, because after he turned against them, they must have gotten really mad at him, too. But according to the story I heard, there wasn't a serious wave of

especially horrible accidents at the end. The bad stuff just kind of stopped."

"Maybe," Carter said, watching the house, making sure nothing was coming out. "But how would—the book!"

"What?"

"The toys said that the kid learned magic just by listening to his father recite spells, but maybe they were lying about that. If the father was a magician, he probably had books about magic, and if the boy wanted to learn, he would have swiped one. There was a book full of poetry I couldn't understand in the toy chest. I'll bet it has the spells that brought Rattles and the others to life, as well as words to put them to sleep again, too! I should have figured it out before. I'm so stupid!"

"You're not stupid," Beth said, "but maybe you're not right, either. I mean, it's a good theory, but if the toys are as clever as you say, why didn't they destroy the book to keep anyone from using it against them?"

"Maybe they're afraid to. Maybe they think that trashing the book might break the spell that gives them life. Anyway, the book is in my closet. Let's go get it and see if there's anything we can do with it. If not, then we'll just have to think of something else." He stood up and, grimacing, stamped his foot on the ground, as if it had gone to sleep and he was trying to wake it up.

Beth rose. "Are you sure you can do this?"

"I have to. Come on!"

Chapter 13

Carter held his breath as he opened the front door and listened intently. Except for the ticking of the grandfather clock in the living room, the house was silent.

Tiptoeing, he started for the staircase, and then the umbrella stand full of walking sticks caught his eye. *The canes could be useful,* he thought. He took a brown, speckled one with a brass knob on the end for himself and gave Beth a black one with a curved handle and a silver ring gleaming just beneath it.

The two of them headed up the steps. No matter how hard they tried to be quiet, the risers groaned beneath their feet. Carter winced at every creak, even though he was sure the toys already knew that he and Beth had come back inside. He half expected to hear the notes of "Pop Goes the Weasel" clink-

ing from upstairs, but there was still no sign of Jack or the other toys.

As he neared the top of the staircase, Carter suddenly feared that one of the small creatures might be lurking just around the corner, ready to attack as soon as he and Beth stepped into range. He probed around the turn with his cane. It didn't touch anything.

Carter took the same precaution before entering his room then swiped the cane back and forth under his bed. There was still no sign of the toys. Limping onward, his leg numb one moment and sore the next, he warily opened the closet.

The black, leather-bound book was gone from the floor.

He stared down in bitter disappointment. Suddenly Rattles popped out from among the shirts, jeans, and jackets on hangers, with his jaws gaping wide in order to bite.

Beth squealed and batted at the snake, knocking him onto the floor, where he wound and thrashed about their feet. The two friends flailed with their walking sticks and hopped madly about, trying to club the toy and avoid being bitten, too.

Rattles was so fast that they missed him every time, but he nipped Carter again, catching him on the shin of what had been his good leg. Then the toy raced for the open door.

Lifting her cane in both hands, Beth started to give chase, but Carter grabbed her by the arm.

"Don't!" he said. "He wants to lead us into a trap. I'm sure of it."

"All right," said Beth. "Did he get you again?"

"Yeah," Carter replied. The new bite throbbed, and he clenched his jaw to keep the pain from showing on his face. "But I'm still okay. He had to bite Joe, Pete, and Logan a bunch of times to really slow them down."

"I hope so," Beth said, doubt in her voice. "Well, at least now we know that the book really is important. We just have to find it."

"Yeah," he said, thinking, *Find it in this big house full of junk and hold off the toys at the same time!* But there was no point in saying that out loud and discouraging Beth any more than she was already.

"Maybe they took it back to the attic."

"Let's find out," said Beth. "But first . . ." She pulled the blankets off Carter's bed and handed one to him. "We can throw these like nets."

"Good idea," he replied. They sure hadn't had any luck striking at the toys with the canes.

Keeping a sharp lookout, the blankets slung around their shoulders like capes, they crept to the hall closet where Carter's dad kept an aluminum stepladder, then they set it up under the entrance to the attic. Carter climbed part way up and lifted the trapdoor with his walking stick. Nothing struck at the cane, so he went up the rest of the way and pulled the hanging cord to turn on the attic light.

There were marks in the dust on the floor: the prints of the Sergeant Major's tiny feet and a wavy track that Rattles had made slithering along.

"It looks like they are up here," Carter said, although he had a vague, nagging sense that something about the situation wasn't right.

"Okay," said Beth, climbing up to join him. "I wonder how they got through the trapdoor. Even if they could use the ladder, they wouldn't be able to put it away once they were up here."

"I don't know," Carter said. "They're tricky. The important thing is that maybe they came up here to protect the book."

"Then we'd better start looking for it," Beth said, a quaver in her voice. "Just be careful." She started forward.

Suddenly Carter realized what was bothering him. "Stop!" he said.

Beth glanced back at him. "What's wrong?"

"The book's about as big as they are. They would have had a hard time dragging it up here, and if they had, it would have left its own marks in the dust. I don't see any, so I don't think it's here. I think this is just another ambush."

On the other side of the attic, Rattles hissed in frustration. He and the Sergeant Major darted from their hiding places and charged Beth and Carter. Jack rushed at them, too, bouncing off everything in sight, hurtling fast as an arrow.

Carter grabbed Beth and hauled her backward, then he scrambled through the trapdoor, jumping back down into the hall below to get out of his friend's way as quickly as possible. Because Rattles's poison had made his legs clumsy, Carter

landed badly and fell to the floor. Beth hurried down the ladder and yanked the hatch shut. She looked anxiously down at him. "Are you okay?"

"Yeah." He clambered to his feet to prove it. She looked back up at the trapdoor. "If we could fasten this shut . . ."

"I think they'd just find another way to get out. We'd better use this time to hunt for the book."

The kids began to search the second story of the house, room by room. It occurred to Carter that the hunt would go faster if they split up, but he also figured they needed to watch each other's backs. Before they had gotten very far, they heard a hollow, clanking, bonging sound.

Startled, Beth jumped. "What is that?" she whispered.

Carter had it figured out. "The toys are moving through the ventilation system. Don't worry about it. Just keep looking."

Eventually they completed their search of the upper floor. Hoping that they hadn't missed any potential hiding places, the boy said, "I guess we can go downstairs now."

"I guess so," Beth replied.

Halfway down the staircase, Carter's legs turned rubbery for a moment, and he had to clutch at the banister to steady himself. He had thought that Rattles had had to bite Joe and his buddies many times to disable them. Now he suspected that once a person had any of the snake's venom in his system, it

kept working for a while, making him weaker and weaker. He prayed that his legs wouldn't give out completely before he and Beth finished what they needed to do.

They passed through the foyer and then on into the dining room, where his mom's good china and crystal gleamed in a pair of cabinets, along with the silver platter that held the turkey on Thanksgiving. Rummaging cautiously through the drawers, the kids found neatly folded lace tablecloths and napkins, wooden boxes full of fancy knives, forks, and spoons, but no sign of the book.

In the living room, the grandfather clock was ticking loudly, reminding Carter that time was running out.

"My parents will be home soon," he said. "We're not going to be able to look everywhere. We have to try to think in the same sneaky way the toys do. If you were them, where would *you* hide the book?"

Beth frowned thoughtfully. "I don't know. You definitely *could* stick it in one of these drawers or a box or someplace like that. But then, if anybody happened to look inside, it would grab his attention. He would know right away that it didn't belong there. It would be better to put it someplace where, even if a person did look at it, he wouldn't *notice* it. You know what I mean?"

"Yeah, I do," he said, his heart beating faster. "Maybe they stuck it in with all the other old books on the shelves in the living room." His legs were

aching. Using his cane for support now, Carter led Beth back into the front hall.

In his eagerness to get at the books, he forgot to probe around the corners of the entrance to the living room, but Beth was more careful. She took hold of his arm to halt him then made the check herself. She didn't find anything, but Carter was still sure that if the book was nearby, the toys were, too.

Peering about, he and Beth stalked toward the bookshelves. Carter's eyes ran over the display case of miniature skeletons and on to a collection of arrowheads, and then he realized that one of the bony little sculptures didn't look right.

Glass shattered as Jack launched himself from the display case. The clown hit Carter in the chest, causing him to stagger. Then Jack bounced off the wall and a table, just missing Beth, and ricocheted off the floor and ceiling to hurtle at Carter once more.

Carter dropped his cane and spread his red wool blanket wide. Jack flew into its center and ripped it out of Carter's hands. Entangled and blinded, the toy cracked into the wall with his head instead of his springy lower half, then he fell to the floor.

Carter pounced on the toy and snatched him up. The clown squirmed so madly that it was obvious that he would break free any second.

"The grandfather clock!" cried the boy. "Open it up!"

Beth yanked open the compartment where the brass pendulum hung. Carter dumped Jack inside, slammed the door, and pulled the clock forward to

topple it to the floor, front side down. The antique timepiece fell forward with a crash. With luck, the clown would have trouble getting out.

The boy winced, hoping the clock wasn't damaged. Then Beth squealed, driving the thought from his mind. When he jerked around, the Sergeant Major was charging across the floor at the girl with his rifle and bayonet aimed directly at her. Beth's blanket lay on the floor behind the toy. Evidently she had thrown it and missed. Backpedaling, she flailed with her walking stick but couldn't strike the Sergeant Major.

Feet and legs numb, Carter stumbled forward and snatched up the toy from behind. His painted eyes flaring with emerald light, the wooden soldier struggled as fiercely as Jack had. Carter reeled to the piano, threw the toy inside, and slammed the lid down. The impact made the musical instrument roar when all the strings sounded at once. With a bang, the lid bucked as the Sergeant Major tried to knock it open. Holding the lid down with one hand, Carter seized the piano bench with the other. Then, grunting with the strain, he hoisted it up and set it on top of the makeshift prison. Inside, the frenzied pounding continued.

Gasping for breath, Carter pivoted back toward Beth, and then something jabbed him in the foot. When he looked down, Rattles was drawing back his head to strike again. Beth darted forward, snatching her blanket off the floor.

The purple snake slithered away under the piano

and then headed back for the center of the room. Beth kept chasing him. Carter tried to keep up but couldn't. His legs were *totally* numb now, and it was all he could do to stumble along like a zombie. Soon he lost his balance and lurched against the bookshelf.

Meanwhile, Rattles kept disappearing under various pieces of furniture and then changing direction. He was trying to shake Beth off his trail, and before long, it worked. She stopped to look about but couldn't see the toy slipping out from under the table immediately behind her.

"Watch out!" Carter yelled.

Too late. Rattles bit her in the ankle. Beth staggered a few steps forward, fell on her face, and lay motionless. Carter realized that she must be extremely sensitive to Rattles's venom, just as a person can be allergic to bee stings. There was no telling how badly additional bites would hurt her, and, with yellow poison glistening on his fangs, Rattles was already slithering toward her.

With his legs numb, Carter knew that he couldn't get to Beth in time to protect her.

"Stop!" he shouted. "Don't hurt her! I'll do anything you want!"

Rattles ignored him. From the way the snake moved, Carter got the eerie feeling that, in his rage, the toy had turned into something more like a real animal. Maybe he didn't even understand human speech anymore.

But there was no time to think about that. The boy

turned, pulled a huge unabridged dictionary off the bookshelf, and heaved it. As it left his hands, his legs buckled and dumped him on the floor.

Even so, it was a perfect throw. The dictionary landed squarely on top of Rattles, nearly squashing the center of his body flat, pinning him to the floor.

Instantly the snake began to squirm and thrash, trying to pull himself clear. The piano lid continued to bang and jump, and with each lurch, the bench on top of it slid an inch or two closer to the edge. When it got there, it would topple off, releasing the Sergeant Major. Inside the fallen grandfather clock, Jack was pounding, too, trying to batter his way out.

It was obvious that at least one of the toys would free himself at any moment, and then Carter and Beth would be helpless to defend themselves.

Only the book of magic could save them. The boy peered desperately up at the shelves—so many old volumes with dark bindings! Even if he and Beth had guessed right, even if the magic book was there, how was he supposed to pick it out in the seconds he had left?

Then Carter realized that most of the books had titles stamped on their spines. Much of the writing had faded, but traces remained. As far as he could see, only one volume was unmarked, the way the book of magic had been.

He stretched up his arm, only to find that the book was out of his reach. He tried to stand, but his weak, throbbing legs wouldn't lift him.

He grabbed a shelf and dragged himself upward

by the strength of his arms alone, almost as if he were doing a chin-up. When he did, he rejoiced to find that the book he wanted had a shiny green ribbon sticking out of the top, which he hadn't been able to see from below.

Behind him, the piano bench thumped to the floor. The lid banged a final time as the Sergeant Major raised it, scrambled out, and let it fall. Tiny, rushing footsteps pattered across the room.

Rattles hissed in triumph.

Carter couldn't easily hold himself upright and use the book, too. He had no choice but to let himself fall, bringing his whole body within easy reach of the enemies who were racing to attack him. Praying that the volume in his hands really did have a spell to put the toys to sleep, and that the kid who had worked that magic sixty years earlier had left the green ribbon marking the right page, Carter fumbled open the book and started to read.

"By the Word spoken at the dawn of time! By the throne that overlooks the sea of glass!"

Rattles and the Sergeant Major kept right on coming. Carter desperately wanted to use the book to bat them away. Instead, he made himself keep reading.

"By the angelic hosts!"

Drooling poison, his eyes ablaze with green fire, Rattles reared to strike. The Sergeant Major poised his weapon for a thrust.

"By the music of the celestial spheres!"

The stuffed snake and the wooden soldier stopped

moving. The pounding inside the grandfather clock stopped. As Carter read on, the toys shuddered, evidently straining to throw off their paralysis, but they couldn't do it. Meanwhile, the green light in their eyes dimmed and dimmed.

Carter had beaten them! Grinning in triumph, he turned the page then goggled at it in horror.

There were only four lines left in the magical spell, but they were written in a foreign language. Latin, he thought. Whatever it was, he neither understood the words nor knew how to pronounce them.

Sounding them out, he recited them as best he could. Rattles and the Sergeant Major shook more violently, and the banging inside the clock resumed. Carter realized that he had mispronounced the lines, and that as a result, his spell was unraveling. If he didn't finish it properly, the toys would become reinvigorated.

He tried the lines a second time. His eyes blazing, the Sergeant Major lurched forward. Carter desperately knocked the toy across the room and then grabbed the thrashing, shuddering Rattles and threw him, too. At once the toys came back at him, at first still moving with difficulty, as if they too had been poisoned, but faster with every passing moment.

Carter knew this was his last chance to get the lines said properly, and he had only a few seconds left to do it. Frantically he babbled out another pronunciation.

The toys froze, and the light in their eyes went out completely. Rattles's head flopped to the floor, just as if he were nothing more than a limp tube of cloth that had never been capable of moving around under its own power. The Sergeant Major fell over a second later. The overturned clock was quiet once more.

Carter crawled across the floor to Beth. When he saw that she was still breathing, happiness swelled inside him like a balloon.

CHAPTER 14

Five minutes later Beth's eyes fluttered open. Dazed, she peered up at Carter, and then her body suddenly jerked with terror.

"It's okay!" he said. "I found the book of magic. We beat them. How do you feel?"

"Kind of dizzy," she replied, slowly sitting up, "but I think I'll be okay. What about you?"

"I'm all right too. My legs feel a little more normal. I think I could limp around if I had to." He hesitated. "I'm sorry you got hurt."

"It wasn't your fault."

He grimaced. "I don't know about that. If I hadn't been feeling sorry for myself, my emotions wouldn't have brought the toys to life. Anyway, terrible things happened to you because you were with me, I wouldn't blame you if . . ."

"Don't even say it. I still want to be friends." She

grinned, for once not worried about showing her braces. "After all I've gone through for you, I'd be stupid to dump you now that the bad things are over, and we can have some fun together."

"Thanks. But you might have to wait a little while for the fun if my mom and dad put me on restriction. They're not going to be happy about the broken glass, and if the clock is busted, that'll make things worse."

Beth frowned. "But the damage isn't your fault either, not really."

"Yeah, but would they believe a story about living toys? Really, I've been giving them such a hard time lately, when they were just trying to help me, that I don't even care if they do punish me. Not as long as you'll still be around when they let me out of solitary confinement."

"I will."

"Great." He smiled. "Just promise me you'll always act normal, okay? You don't need to spend every single second with me or tell me I'm the greatest thing in the world, like the toys did."

Beth snorted. "As if."

Epilogue: The Midnight Society

As it turned out, the grandfather clock wasn't *broken, and Carter's mom and dad were so happy to find that he had lost the chip on his shoulder that they weren't too upset about the display case. They just scolded him a little, and afterward the three of them got along better than they had in quite a while.*

Joe, Pete, and Logan never bothered Carter again, and as the school year went on, the other kids pretty much forgot that they had ever been mad at him. It helped a lot that everybody knew he had stood up for himself against three bullies. Before long, he, Larry, and George were as tight as ever. But although he never told them so, he didn't think of them as his best *friends anymore. That honor belonged to Beth.*

I guess Carter's story proves that once in a while somebody does survive a journey into the darkness. But there definitely aren't any guarantees. So if you

ARE YOU AFRAID OF THE DARK?

ever feel like poking around in a shadowy, dusty attic, you might want to think twice. You never know what might be sleeping there, just waiting for you to wake it up. And if you ever notice a toy that looks a little different when the lights are out, or suspect that one moved ever so slightly when your back was turned, well, maybe you should be careful around it from then on.

Be careful right now, for that matter, because my story is over, and it's time for us to go our separate ways. . . . And the dark is watching you.

I declare this meeting of the Midnight Society closed.

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